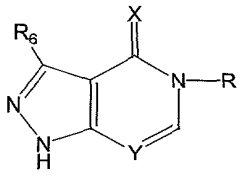
WHAT IS CLAIMED IS:

1. A compound represented by the formula I:



(I)

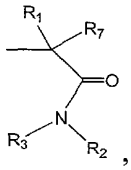
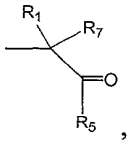
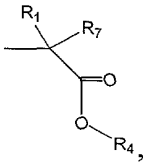
wherein:

X is O or S;

Y is N or CH;

R_6 is H or OH; and

R is


, 
, or 
,

wherein:

R_1 is hydrogen or an alkyl, alkenyl, alkynyl, alkoxy, allyloxy, aryl, heteroaryl, cycloalkyl or heterocycloalkyl group unsubstituted or substituted with one or more substituents independently selected from the group consisting of alkyl, heteroalkyl, haloalkyl, haloaryl, halocycloalkyl, haloheterocycloalkyl, aryl, cycloalkyl, heterocycloalkyl, heteroaryl, $-NO_2$, -N-OH, N-OR_c, -CN, -$(CH_2)_z$-CN where z is an integer from 0 to 4, halogen, -OH, -O-R_a-O-, -OR_b, -CO-R_c, O-CO-R_c, –CO-OR_c, -O-CO-OR_c, -O-CO-O-CO-R_c, -O-OR_c, =O, =S, SO_2-R_c, -SO-R_c, -NR_dR_e, -CO-NR_dR_e, -O-CO-NR_dR_e, -NR_c-CO-NR_dR_e, -NR_c–CO-R_e, NR_c–CO-OR_e, -CO-NR_c-CO-R_d, -O-SO_2-R_c, -O-SO-R_c, -O-S-R_c, -S-CO-R_c, -SO-CO-OR_c, -SO_2-CO-OR_c, -O-SO_3, -NR_c-SR_d, -NR_c-SO-R_d, NR_c-SO_2-R_d, -CO-SR_c, -CO-SO-R_c, CO-SO_2-R_c, -CS-R_c, -CSO-R_c, -CSO_2-R_c, -NR_c–CS-R_d, -O-CS-R_c, -O-CSO-R_c, O-CSO_2-R_c, -SO_2-NR_dR_e, -SO-NR_dR_e, -S-NR_dR_e, -NR_d-CSO_2-R_d, -NR_c-CSO-

R_d, NR_c-CS-R_d, -SH, -S-R_b, and $-PO_2$-OR_c, where R_a is selected from the group consisting of alkyl, heteroalkyl, alkenyl, aryl, heteroaryl, and alkynyl, R_b is selected from the group consisting of alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, -CO-R_c, -CO-OR_c, -O-CO-O-R_c, -O-CO-R_c, -NR_c-CO-R_d, -CO-NR_dR_e, -OH, Ar, heteroaryl, heterocycloalkyl, and cycloalkyl, and R_c, R_d and R_e are each independently selected from the group consisting of hydrogen, alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, -COR_f, -$COOR_f$, -O-CO-O-R_f, -O-CO-R_f, -OH, Ar, heteroaryl, cycloalkyl, and heterocycloalkyl, where R_d and R_e can cyclize to form a heteroaryl or heterocycloalkyl group, and R_f is selected from the group consisting of hydrogen, alkyl, and heteroalkyl, and where any of the alkyl, heteroalkyl, alkylene, aryl, cycloalkyl, heterocycloalkyl, or heteroaryl moieties present in the above substituents may be further substituted with one or more substituents independently selected from the group consisting of NO_2, -CN, -$(CH_2)_z$-CN where z is an integer from 0 to 4, halogen, haloalkyl, haloaryl, -OH, =O, -N-OH, N-OR_c, -NR_dR_e, -CO-NR_dR_e, -CO-OR_c, -CO-R_c, -NR_c-CO-NR_dR_e, -C-CO-OR_c, -NR_c-CO-R_d, -O-CO-O-R_c, O-CO-NR_dR_e, -SH, -O-R_b, -O-R_a-O-, -S-R_b, and unsubstituted alkyl, unsubstituted aryl, unsubstituted cycloalkyl, unsubstituted heterocycloalkyl, and unsubstituted heteroaryl, where R_a, R_b, R_c, R_d, and R_e are defined above;

R_2 and R_3 are each independently hydrogen or an alkyl, alkenyl, alkoxy, aryl, heteroaryl, cycloalkyl, or heterocycloalkyl group, or R_2 and R_3 together with the N atom to which they are attached form a 4- to 10-membered heterocycloalkyl or heteroaryl group containing at least one N, S or O heteroatom, where the alkyl, alkenyl, alkoxy, aryl, heteroaryl, cycloalkyl, or heterocycloalkyl group is unsubstituted or substituted with one or more substituents

independently selected from the group consisting of alkyl, heteroalkyl, haloalkyl, haloaryl, halocycloalkyl, haloheterocycloalkyl, aryl, cycloalkyl, heterocycloalkyl, heteroaryl, $-NO_2$, -N-OH, N-OR_c, -CN, $-(CH_2)_z$-CN where z is an integer from 0 to 4, halogen, -OH, -O-R_a-O-, -OR_b, -CO-R_c, O-CO-R_c, –CO-OR_c, -O-CO-OR_c, -O-CO-O-CO-R_c, -O-OR_c, =O, =S, SO_2-R_c, -SO-R_c, -NR_dR_e, -CO-NR_dR_e, -O-CO-NR_dR_e, -NR_c-CO-NR_dR_e, -NR_c–CO-R_e, NR_c–CO-OR_e, -CO-NR_c-CO-R_d, -O-SO_2-R_c, -O-SO-R_c, -O-S-R_c, -S-CO-R_c, -SO-CO-OR_c, -SO_2-CO-OR_c, -O-SO_3, -NR_c-SR_d, -NR_c-SO-R_d, NR_c-SO_2-R_d, -CO-SR_c, -CO-SO-R_c, CO-SO_2-R_c, -CS-R_c, -CSO-R_c, -CSO_2-R_c, -NR_c–CS-R_d, -O-CS-R_c, -O-CSO-R_c, O-CSO_2-R_c, -SO_2-NR_dR_e, -SO-NR_dR_e, -S-NR_dR_e, -NR_d-CSO_2-R_d, -NR_c-CSO-R_d, NR_c-CS-R_d, -SH, -S-R_b, and $–PO_2$-OR_c, where R_a is selected from the group consisting of alkyl, heteroalkyl, alkenyl, and alkynyl, R_b is selected from the group consisting of alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, -CO-R_c, -CO-OR_c, -O-CO-O-R_c, -O-CO-R_c, -NR_c-CO-R_d, -CO-NR_dR_e, -OH, Ar, heteroaryl, heterocycloalkyl, and cycloalkyl, and R_c, R_d and R_e are each independently selected from the group consisting of hydrogen, alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, -COR_f, -$COOR_f$, -O-CO-O-R_f, -O-CO-R_f, -OH, Ar, heteroaryl, cycloalkyl, and heterocycloalkyl, where R_d and R_e can cyclize to form a heteroaryl or heterocycloalkyl group, and R_f is selected from the group consisting of hydrogen, alkyl, and heteroalkyl, and where any of the alkyl, heteroalkyl, alkylene, aryl, cycloalkyl, heterocycloalkyl, or heteroaryl moieties present in the above substituents may be further substituted with one or more substituents independently selected from the group consisting of NO_2, -CN, $-(CH_2)_z$-CN where z is an integer from 0 to 4, halogen, haloalkyl, haloaryl, -OH, =O, -N-OH, N-OR_c, -NR_dR_e, -CO-NR_dR_e, -CO-OR_c, -CO-R_c, -NR_c-CO-

NR_dR_e, -C-CO-OR_c, -NR_c-CO-R_d, -O-CO-O-R_c, O-CO-NR_dR_e, -SH, -O-R_b, -O-R_a-O-, -S-R_b, and unsubstituted alkyl, unsubstituted aryl, unsubstituted cycloalkyl, unsubstituted heterocycloalkyl, and unsubstituted heteroaryl, where R_a, R_b, R_c, R_d, and R_e are defined above;

R_4 is hydrogen or an alkyl, alkenyl, cycloalkyl, heterocycloalkyl, aryl or heteroaryl group unsubstituted or substituted with one or more substituents independently selected from the group consisting of alkyl, heteroalkyl, haloalkyl, haloaryl, halocycloalkyl, haloheterocycloalkyl, aryl, cycloalkyl, heterocycloalkyl, heteroaryl, -NO_2, -N-OH, N-OR_c, -CN, -$(CH_2)_z$-CN where z is an integer from 0 to 4, halogen, -OH, -O-R_a-O-, -OR_b, -CO-R_c, O-CO-R_c, –CO-OR_c, -O-CO-OR_c, -O-CO-O-CO-R_c, -O-OR_c, =O, =S, SO_2-R_c, -SO-R_c, -NR_dR_e, -CO-NR_dR_e, -O-CO-NR_dR_e, -NR_c-CO-NR_dR_e, -NR_c–CO-R_e, NR_c–CO-OR_e, -CO-NR_c-CO-R_d, -O-SO_2-R_c, -O-SO-R_c, -O-S-R_c, -S-CO-R_c, -SO-CO-OR_c, -SO_2-CO-OR_c, -O-SO_3, -NR_c-SR_d, -NR_c-SO-R_d, NR_c-SO_2-R_d, -CO-SR_c, -CO-SO-R_c, CO-SO_2-R_c, -CS-R_c, -CSO-R_c, -CSO_2-R_c, -NR_c–CS-R_d, -O-CS-R_c, -O-CSO-R_c, O-CSO_2-R_c, -SO_2-NR_dR_e, -SO-NR_dR_e, -S-NR_dR_e, -NR_d-CSO_2-R_d, -NR_c-CSO-R_d, NR_c-CS-R_d, -SH, -S-R_b, and –PO_2-OR_c, where R_a is selected from the group consisting of alkyl, heteroalkyl, alkenyl, aryl, heteroaryl, and alkynyl, R_b is selected from the group consisting of alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, -CO-R_c, -CO-OR_c, -O-CO-O-R_c, -O-CO-R_c, -NR_c-CO-R_d, -CO-NR_dR_e, -OH, Ar, heteroaryl, heterocycloalkyl, and cycloalkyl, and R_c, R_d and R_e are each independently selected from the group consisting of hydrogen, alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, -COR_f, -$COOR_f$, -O-CO-O-R_f, -O-CO-R_f, -OH, Ar, heteroaryl, cycloalkyl, and heterocycloalkyl, where R_d and R_e can cyclize to form a heteroaryl or heterocycloalkyl group, and R_f is selected from the group

consisting of hydrogen, alkyl, and heteroalkyl, and where any of the alkyl, heteroalkyl, alkylene, aryl, cycloalkyl, heterocycloalkyl, or heteroaryl moieties present in the above substituents may be further substituted with one or more substituents independently selected from the group consisting of NO_2, -CN, $-(CH_2)_z$-CN where z is an integer from 0 to 4, halogen, haloalkyl, haloaryl, -OH, =O, -N-OH, N-OR_c, $-NR_dR_e$, -CO-NR_dR_e, -CO-OR_c, -CO-R_c, $-NR_c$-CO-NR_dR_e, -C-CO-OR_c, $-NR_c$-CO-R_d, -O-CO-O-R_c, O-CO-NR_dR_e, -SH, -O-R_b, -O-R_a-O-, -S-R_b, and unsubstituted alkyl, unsubstituted aryl, unsubstituted cycloalkyl, unsubstituted heterocycloalkyl, and unsubstituted heteroaryl, where R_a, R_b, R_c, R_d, and R_e are defined above;

R_5 is hydrogen or an alkyl, alkenyl, alkynyl, cycloalkyl, heterocycloalkyl, aryl or heteroaryl group unsubstituted or substituted with one or more substituents independently selected from the group consisting of alkyl, heteroalkyl, haloalkyl, haloaryl, halocycloalkyl, haloheterocycloalkyl, aryl, cycloalkyl, heterocycloalkyl, heteroaryl, $-NO_2$, -N-OH, N-OR_c, -CN, $-(CH_2)_z$-CN where z is an integer from 0 to 4, halogen, -OH, -O-R_a-O-, -OR_b, -CO-R_c, O-CO-R_c, –CO-OR_c, -O-CO-OR_c, -O-CO-O-CO-R_c, -O-OR_c, =O, =S, SO_2-R_c, -SO-R_c, $-NR_dR_e$, -CO-NR_dR_e, -O-CO-NR_dR_e, $-NR_c$-CO-NR_dR_e, $-NR_c$–CO-R_e, NR_c–CO-OR_e, -CO-NR_c-CO-R_d, -O-SO_2-R_c, -O-SO-R_c, -O-S-R_c, -S-CO-R_c, -SO-CO-OR_c, $-SO_2$-CO-OR_c, -O-SO_3, $-NR_c$-SR_d, $-NR_c$-SO-R_d, NR_c-SO_2-R_d, -CO-SR_c, -CO-SO-R_c, CO-SO_2-R_c, -CS-R_c, -CSO-R_c, -CSO_2-R_c, $-NR_c$–CS-R_d, -O-CS-R_c, -O-CSO-R_c, O-CSO_2-R_c, $-SO_2$-NR_dR_e, -SO-NR_dR_e, -S-NR_dR_e, $-NR_d$-CSO_2-R_d, $-NR_c$-CSO-R_d, NR_c-CS-R_d, -SH, -S-R_b, and $–PO_2$-OR_c, where R_a is selected from the group consisting of alkyl, heteroalkyl, alkenyl, aryl, heteroaryl, and alkynyl, R_b is selected from the group consisting of alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, -CO-R_c,

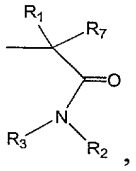
-CO-OR$_c$, -O-CO-O-R$_c$, -O-CO-R$_c$, -NR$_c$-CO-R$_d$, -CO-NR$_d$R$_e$, -OH, Ar, heteroaryl, heterocycloalkyl, and cycloalkyl, and R$_c$, R$_d$ and R$_e$ are each independently selected from the group consisting of hydrogen, alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, -COR$_f$, -COOR$_f$, -O-CO-O-R$_f$, -O-CO-R$_f$, -OH, Ar, heteroaryl, cycloalkyl, and heterocycloalkyl, where R$_d$ and R$_e$ can cyclize to form a heteroaryl or heterocycloalkyl group, and R$_f$ is selected from the group consisting of hydrogen, alkyl, and heteroalkyl, and where any of the alkyl, heteroalkyl, alkylene, aryl, cycloalkyl, heterocycloalkyl, or heteroaryl moieties present in the above substituents may be further substituted with one or more substituents independently selected from the group consisting of NO_2, -CN, -(CH$_2$)$_z$-CN where z is an integer from 0 to 4, halogen, haloalkyl, haloaryl, -OH, =O, -N-OH, N-OR$_c$, -NR$_d$R$_e$, -CO-NR$_d$R$_e$, -CO-OR$_c$, -CO-R$_c$, -NR$_c$-CO-NR$_d$R$_e$, -C-CO-OR$_c$, -NR$_c$-CO-R$_d$, -O-CO-O-R$_c$, O-CO-NR$_d$R$_e$, -SH, -O-R$_b$, -O-R$_a$-O-, -S-R$_b$, and unsubstituted alkyl, unsubstituted aryl, unsubstituted cycloalkyl, unsubstituted heterocycloalkyl, and unsubstituted heteroaryl, where R$_a$, R$_b$, R$_c$, R$_d$, and R$_e$ are defined above; and

R$_7$ is hydrogen or a C$_1$-C$_3$ alkyl, hydroxy or C$_1$-C$_3$ alkoxy group;

or a pharmaceutically acceptable salt, a pharmaceutically acceptable prodrug, or a pharmaceutically active metabolite of said compound, or a pharmaceutically acceptable salt of said metabolite.

2. A compound or pharmaceutically acceptable salt according to claim 1, wherein:

R is



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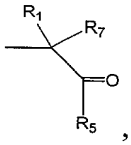

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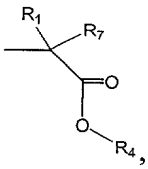


,

wherein:

R_1 is an aryl or heteroaryl group unsubstituted or substituted with one or more substituents independently selected from the group consisting of alkyl, heteroalkyl, haloalkyl, haloaryl, halocycloalkyl, haloheterocycloalkyl, aryl, cycloalkyl, heterocycloalkyl, heteroaryl, -NO_2, -N-OH, N-OR_c, -CN, -$(CH_2)_z$-CN where z is an integer from 0 to 4, halogen, -OH, -O-R_a-O-, -OR_b, -CO-R_c, O-CO-R_c, –CO-OR_c, -O-CO-OR_c, -O-CO-O-CO-R_c, -O-OR_c, =O, =S, SO_2-R_c, -SO-R_c, -NR_dR_e, -CO-NR_dR_e, -O-CO-NR_dR_e, -NR_c-CO-NR_dR_e, -NR_c–CO-R_e, NR_c–CO-OR_e, -CO-NR_c-CO-R_d, -O-SO_2-R_c, -O-SO-R_c, -O-S-R_c, -S-CO-R_c, -SO-CO-OR_c, -SO_2-CO-OR_c, -O-SO_3, -NR_c-SR_d, -NR_c-SO-R_d, NR_c-SO_2-R_d, -CO-SR_c, -CO-SO-R_c, CO-SO_2-R_c, -CS-R_c, -CSO-R_c, -CSO_2-R_c, -NR_c–CS-R_d, -O-CS-R_c, -O-CSO-R_c, O-CSO_2-R_c, -SO_2-NR_dR_e, -SO-NR_dR_e, -S-NR_dR_e, -NR_d-CSO_2-R_d, -NR_c-CSO-R_d, NR_c-CS-R_d, -SH, -S-R_b, and –PO_2-OR_c, where R_a is selected from the group consisting of alkyl, heteroalkyl, alkenyl, aryl, heteroaryl, and alkynyl, R_b is selected from the group consisting of alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, -CO-R_c, -CO-OR_c, -O-CO-O-R_c, -O-CO-R_c, -NR_c-CO-R_d, -CO-NR_dR_e, -OH, Ar, heteroaryl, heterocycloalkyl, and cycloalkyl, and R_c, R_d and R_e are each independently selected from the group consisting of hydrogen, alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, -COR_f, -$COOR_f$, -O-CO-O-R_f, -O-CO-R_f, -OH, Ar, heteroaryl, cycloalkyl, and heterocycloalkyl, where R_d and R_e can cyclize to form a heteroaryl or heterocycloalkyl group, and R_f is selected from the group consisting of hydrogen, alkyl, and heteroalkyl, and where any of the alkyl, heteroalkyl, alkylene, aryl, cycloalkyl, heterocycloalkyl, or heteroaryl moieties present in the above substituents may be further substituted with one or more substituents independently selected from the group consisting of NO_2, -CN, -$(CH_2)_z$-CN where z is an integer from 0 to 4, halogen, haloalkyl, haloaryl, -OH, =O, -N-OH, N-OR_c, -NR_dR_e, -CO-NR_dR_e, -CO-OR_c, -CO-R_c, -NR_c-CO-NR_dR_e, -C-CO-OR_c, -NR_c-CO-R_d, -O-CO-O-R_c, O-CO-NR_dR_e, -SH, -O-R_b, -O-R_a-O-, -S-R_b, and unsubstituted alkyl, unsubstituted aryl, unsubstituted cycloalkyl, unsubstituted

heterocycloalkyl, and unsubstituted heteroaryl, where R_a, R_b, R_c, R_d, and R_e are defined above;

R_2 and R_3 are each independently hydrogen or an alkyl, alkenyl, alkoxy, aryl, heteroaryl, cycloalkyl, or heterocycloalkyl group, or R_2 and R_3 together with the N atom to which they are attached form a 4- to 10-membered heterocycloalkyl or heteroaryl group containing at least one N, S or O heteroatom, where the alkyl, alkenyl, alkoxy, aryl, heteroaryl, cycloalkyl, or heterocycloalkyl group is unsubstituted or substituted with one or more substituents independently selected from the group consisting of alkyl, heteroalkyl, haloalkyl, haloaryl, halocycloalkyl, haloheterocycloalkyl, aryl, cycloalkyl, heterocycloalkyl, heteroaryl, $-NO_2$, -N-OH, N-OR_c, -CN, $-(CH_2)_z$-CN where z is an integer from 0 to 4, halogen, -OH, -O-R_a-O-, -OR_b, -CO-R_c, O-CO-R_c, –CO-OR_c, -O-CO-OR_c, -O-CO-O-CO-R_c, -O-OR_c, =O, =S, SO_2-R_c, -SO-R_c, -NR_dR_e, -CO-NR_dR_e, -O-CO-NR_dR_e, -NR_c-CO-NR_dR_e, -NR_c–CO-R_e, NR_c–CO-OR_e, -CO-NR_c-CO-R_d, -O-SO_2-R_c, -O-SO-R_c, -O-S-R_c, -S-CO-R_c, -SO-CO-OR_c, -SO_2-CO-OR_c, -O-SO_3, -NR_c-SR_d, -NR_c-SO-R_d, NR_c-SO_2-R_d, -CO-SR_c, -CO-SO-R_c, CO-SO_2-R_c, -CS-R_c, -CSO-R_c, -CSO_2-R_c, -NR_c–CS-R_d, -O-CS-R_c, -O-CSO-R_c, O-CSO_2-R_c, -SO_2-NR_dR_e, -SO-NR_dR_e, -S-NR_dR_e, -NR_d-CSO_2-R_d, -NR_c-CSO-R_d, NR_c-CS-R_d, -SH, -S-R_b, and $–PO_2$-OR_c, where R_a is selected from the group consisting of alkyl, heteroalkyl, alkenyl, and alkynyl, R_b is selected from the group consisting of alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, -CO-R_c, -CO-OR_c, -O-CO-O-R_c, -O-CO-R_c, -NR_c-CO-R_d, -CO-NR_dR_e, -OH, Ar, heteroaryl, heterocycloalkyl, and cycloalkyl, and R_c, R_d and R_e are each independently selected from the group consisting of hydrogen, alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, -COR_f, -$COOR_f$, -O-CO-O-R_f, -O-CO-R_f, -OH, Ar, heteroaryl, cycloalkyl, and heterocycloalkyl, where R_d and R_e can cyclize to form a heteroaryl or heterocycloalkyl group, and R_f is selected from the group consisting of hydrogen, alkyl, and heteroalkyl, and where any of the alkyl, heteroalkyl, alkylene, aryl, cycloalkyl,

heterocycloalkyl, or heteroaryl moieties present in the above substituents may be further substituted with one or more substituents independently selected from the group consisting of NO_2, -CN, $-(CH_2)_z$-CN where z is an integer from 0 to 4, halogen, haloalkyl, haloaryl, -OH, =O, -N-OH, N-OR_c, -NR_dR_e, -CO-NR_dR_e, -CO-OR_c, -CO-R_c, -NR_c-CO-NR_dR_e, -C-CO-OR_c, -NR_c-CO-R_d, -O-CO-O-R_c, O-CO-NR_dR_e, -SH, -O-R_b, -O-R_a-O-, -S-R_b, and unsubstituted alkyl, unsubstituted aryl, unsubstituted cycloalkyl, unsubstituted heterocycloalkyl, and unsubstituted heteroaryl, where R_a, R_b, R_c, R_d, and R_e are defined above;

R_4 is hydrogen or an alkyl, alkenyl, cycloalkyl, heterocycloalkyl, aryl or heteroaryl group unsubstituted or substituted with one or more substituents independently selected from the group consisting of alkyl, heteroalkyl, haloalkyl, haloaryl, halocycloalkyl, haloheterocycloalkyl, aryl, cycloalkyl, heterocycloalkyl, heteroaryl, -NO_2, -N-OH, N-OR_c, -CN, $-(CH_2)_z$-CN where z is an integer from 0 to 4, halogen, -OH, -O-R_a-O-, -OR_b, -CO-R_c, O-CO-R_c, –CO-OR_c, -O-CO-OR_c, -O-CO-O-CO-R_c, -O-OR_c, =O, =S, SO_2-R_c, -SO-R_c, -NR_dR_e, -CO-NR_dR_e, -O-CO-NR_dR_e, -NR_c-CO-NR_dR_e, -NR_c–CO-R_e, NR_c–CO-OR_e, -CO-NR_c-CO-R_d, -O-SO_2-R_c, -O-SO-R_c, -O-S-R_c, -S-CO-R_c, -SO-CO-OR_c, -SO_2-CO-OR_c, -O-SO_3, -NR_c-SR_d, -NR_c-SO-R_d, NR_c-SO_2-R_d, -CO-SR_c, -CO-SO-R_c, CO-SO_2-R_c, -CS-R_c, -CSO-R_c, -CSO_2-R_c, -NR_c–CS-R_d, -O-CS-R_c, -O-CSO-R_c, O-CSO_2-R_c, -SO_2-NR_dR_e, -SO-NR_dR_e, -S-NR_dR_e, -NR_d-CSO_2-R_d, -NR_c-CSO-R_d, NR_c-CS-R_d, -SH, -S-R_b, and –PO_2-OR_c, where R_a is selected from the group consisting of alkyl, heteroalkyl, alkenyl, aryl, heteroaryl, and alkynyl, R_b is selected from the group consisting of alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, -CO-R_c, -CO-OR_c, -O-CO-O-R_c, -O-CO-R_c, -NR_c-CO-R_d, -CO-NR_dR_e, -OH, Ar, heteroaryl, heterocycloalkyl, and cycloalkyl, and R_c, R_d and R_e are each independently selected from the group consisting of hydrogen, alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, -COR_f, -$COOR_f$, -O-CO-O-R_f, -O-CO-R_f, -OH, Ar, heteroaryl, cycloalkyl, and

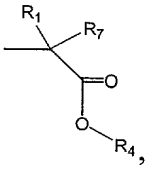
heterocycloalkyl, where R_d and R_e can cyclize to form a heteroaryl or heterocycloalkyl group, and R_f is selected from the group consisting of hydrogen, alkyl, and heteroalkyl, and where any of the alkyl, heteroalkyl, alkylene, aryl, cycloalkyl, heterocycloalkyl, or heteroaryl moieties present in the above substituents may be further substituted with one or more substituents independently selected from the group consisting of NO_2, -CN, $-(CH_2)_z$-CN where z is an integer from 0 to 4, halogen, haloalkyl, haloaryl, -OH, =O, -N-OH, N-OR_c, -NR_dR_e, -CO-NR_dR_e, -CO-OR_c, -CO-R_c, -NR_c-CO-NR_dR_e, -C-CO-OR_c, -NR_c-CO-R_d, -O-CO-O-R_c, O-CO-NR_dR_e, -SH, -O-R_b, -O-R_a-O-, -S-R_b, and unsubstituted alkyl, unsubstituted aryl, unsubstituted cycloalkyl, unsubstituted heterocycloalkyl, and unsubstituted heteroaryl, where R_a, R_b, R_c, R_d, and R_e are defined above;

R_5 is hydrogen or an alkyl, alkenyl, alkynyl, cycloalkyl, heterocycloalkyl, aryl or heteroaryl group unsubstituted or substituted with one or more substituents independently selected from the group consisting of alkyl, heteroalkyl, haloalkyl, haloaryl, halocycloalkyl, haloheterocycloalkyl, aryl, cycloalkyl, heterocycloalkyl, heteroaryl, -NO_2, -N-OH, N-OR_c, -CN, $-(CH_2)_z$-CN where z is an integer from 0 to 4, halogen, -OH, -O-R_a-O-, -OR_b, -CO-R_c, O-CO-R_c, –CO-OR_c, -O-CO-OR_c, -O-CO-O-CO-R_c, -O-OR_c, =O, =S, SO_2-R_c, -SO-R_c, -NR_dR_e, -CO-NR_dR_e, -O-CO-NR_dR_e, -NR_c-CO-NR_dR_e, -NR_c–CO-R_e, NR_c–CO-OR_e, -CO-NR_c-CO-R_d, -O-SO_2-R_c, -O-SO-R_c, -O-S-R_c, -S-CO-R_c, -SO-CO-OR_c, -SO_2-CO-OR_c, -O-SO_3, -NR_c-SR_d, -NR_c-SO-R_d, NR_c-SO_2-R_d, -CO-SR_c, -CO-SO-R_c, CO-SO_2-R_c, -CS-R_c, -CSO-R_c, -CSO_2-R_c, -NR_c–CS-R_d, -O-CS-R_c, -O-CSO-R_c, O-CSO_2-R_c, -SO_2-NR_dR_e, -SO-NR_dR_e, -S-NR_dR_e, -NR_d-CSO_2-R_d, -NR_c-CSO-R_d, NR_c-CS-R_d, -SH, -S-R_b, and –PO_2-OR_c, where R_a is selected from the group consisting of alkyl, heteroalkyl, alkenyl, aryl, heteroaryl, and alkynyl, R_b is selected from the group consisting of alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, -CO-R_c, -CO-OR_c, -O-CO-O-R_c, -O-CO-R_c, -NR_c-CO-R_d, -CO-NR_dR_e, -OH, Ar, heteroaryl,

heterocycloalkyl, and cycloalkyl, and R_c, R_d and R_e are each independently selected from the group consisting of hydrogen, alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, $-COR_f$, $-COOR_f$, $-O-CO-O-R_f$, $-O-CO-R_f$, -OH, Ar, heteroaryl, cycloalkyl, and heterocycloalkyl, where R_d and R_e can cyclize to form a heteroaryl or heterocycloalkyl group, and R_f is selected from the group consisting of hydrogen, alkyl, and heteroalkyl, and where any of the alkyl, heteroalkyl, alkylene, aryl, cycloalkyl, heterocycloalkyl, or heteroaryl moieties present in the above substituents may be further substituted with one or more substituents independently selected from the group consisting of NO_2, -CN, $-(CH_2)_z-CN$ where z is an integer from 0 to 4, halogen, haloalkyl, haloaryl, -OH, =O, -N-OH, $N-OR_c$, $-NR_dR_e$, $-CO-NR_dR_e$, $-CO-OR_c$, $-CO-R_c$, $-NR_c-CO-NR_dR_e$, $-C-CO-OR_c$, $-NR_c-CO-R_d$, $-O-CO-O-R_c$, $O-CO-NR_dR_e$, -SH, $-O-R_b$, $-O-R_a-O-$, $-S-R_b$, and unsubstituted alkyl, unsubstituted aryl, unsubstituted cycloalkyl, unsubstituted heterocycloalkyl, and unsubstituted heteroaryl, where R_a, R_b, R_c, R_d, and R_e are defined above; and

R_7 is hydrogen or a C_1-C_3 alkyl, hydroxy or C_1-C_3 alkoxy group;

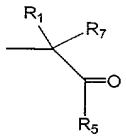
3. A compound or pharmaceutically acceptable salt according to claim 2, wherein R is



and wherein R_4 is hydrogen or an alkyl or cycloalkyl group unsubstituted or substituted with one or more substituents independently selected from the group consisting of alkyl, heteroalkyl, haloalkyl, haloaryl, halocycloalkyl, haloheterocycloalkyl, aryl, cycloalkyl, heterocycloalkyl, heteroaryl, $-NO_2$, -N-OH, $N-OR_c$, -CN, $-(CH_2)_z-CN$ where z is an integer from 0 to 4, halogen, -OH, $-O-R_a-O-$, $-OR_b$, $-CO-R_c$, $O-CO-R_c$, $-CO-OR_c$, $-O-CO-OR_c$, $-O-CO-O-CO-R_c$, $-O-OR_c$, =O, =S, SO_2-R_c, $-SO-R_c$, $-NR_dR_e$, $-CO-NR_dR_e$, $-O-CO-NR_dR_e$, $-NR_c-CO-NR_dR_e$, $-NR_c-CO-R_e$, $NR_c-CO-OR_e$, $-CO-NR_c-CO-R_d$, $-O-SO_2-R_c$, $-O-SO-R_c$, $-O-S-R_c$, -S-

$CO\text{-}R_c$, $-SO\text{-}CO\text{-}OR_c$, $-SO_2\text{-}CO\text{-}OR_c$, $-O\text{-}SO_3$, $-NR_c\text{-}SR_d$, $-NR_c\text{-}SO\text{-}R_d$, $NR_c\text{-}SO_2\text{-}R_d$, $-CO\text{-}SR_c$, $-CO\text{-}SO\text{-}R_c$, $CO\text{-}SO_2\text{-}R_c$, $-CS\text{-}R_c$, $-CSO\text{-}R_c$, $-CSO_2\text{-}R_c$, $-NR_c\text{–}CS\text{-}R_d$, $-O\text{-}CS\text{-}R_c$, $-O\text{-}CSO\text{-}R_c$, $O\text{-}CSO_2\text{-}R_c$, $-SO_2\text{-}NR_dR_e$, $-SO\text{-}NR_dR_e$, $-S\text{-}NR_dR_e$, $-NR_d\text{-}CSO_2\text{-}R_d$, $-NR_c\text{-}CSO\text{-}R_d$, $NR_c\text{-}CS\text{-}R_d$, $-SH$, $-S\text{-}R_b$, and $\text{–}PO_2\text{-}OR_c$, where R_a is selected from the group consisting of alkyl, heteroalkyl, alkenyl, aryl, heteroaryl, and alkynyl, R_b is selected from the group consisting of alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, $-CO\text{-}R_c$, $-CO\text{-}OR_c$, $-O\text{-}CO\text{-}O\text{-}R_c$, $-O\text{-}CO\text{-}R_c$, $-NR_c\text{-}CO\text{-}R_d$, $-CO\text{-}NR_dR_e$, $-OH$, Ar, heteroaryl, heterocycloalkyl, and cycloalkyl, and R_c, R_d and R_e are each independently selected from the group consisting of hydrogen, alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, $-COR_f$, $-COOR_f$, $-O\text{-}CO\text{-}O\text{-}R_f$, $-O\text{-}CO\text{-}R_f$, $-OH$, Ar, heteroaryl, cycloalkyl, and heterocycloalkyl, where R_d and R_e can cyclize to form a heteroaryl or heterocycloalkyl group, and $R_f$is selected from the group consisting of hydrogen, alkyl, and heteroalkyl, and where any of the alkyl, heteroalkyl, alkylene, aryl, cycloalkyl, heterocycloalkyl, or heteroaryl moieties present in the above substituents may be further substituted with one or more substituents independently selected from the group consisting of NO_2, $-CN$, $-(CH_2)_z\text{-}CN$ where z is an integer from 0 to 4, halogen, haloalkyl, haloaryl, $-OH$, $=O$, $-N\text{-}OH$, $N\text{-}OR_c$, $-NR_dR_e$, $-CO\text{-}NR_dR_e$, $-CO\text{-}OR_c$, $-CO\text{-}R_c$, $-NR_c\text{-}CO\text{-}NR_dR_e$, $-C\text{-}CO\text{-}OR_c$, $-NR_c\text{-}CO\text{-}R_d$, $-O\text{-}CO\text{-}O\text{-}R_c$, $O\text{-}CO\text{-}NR_dR_e$, $-SH$, $-O\text{-}R_b$, $-O\text{-}R_a\text{-}O\text{-}$, $-S\text{-}R_b$, and unsubstituted alkyl, unsubstituted aryl, unsubstituted cycloalkyl, unsubstituted heterocycloalkyl, and unsubstituted heteroaryl, where R_a, R_b, R_c, R_d, and R_e are defined above.

4. A compound or pharmaceutically acceptable salt according to claim 2, wherein R is

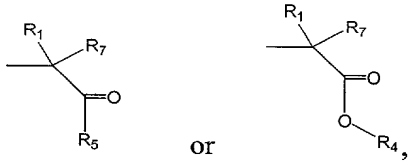


and wherein wherein R_5 is an alkyl or heterocycloalkyl group unsubstituted or substituted with one or more substituents independently selected from the group consisting of alkyl, heteroalkyl, haloalkyl, haloaryl, halocycloalkyl, haloheterocycloalkyl, aryl, cycloalkyl, heterocycloalkyl, heteroaryl, $-NO_2$, $-N\text{-}OH$, $N\text{-}OR_c$, $-CN$, $-(CH_2)_z\text{-}CN$ where z is an integer from 0 to 4, halogen, $-OH$, $-O\text{-}R_a\text{-}O\text{-}$, $-OR_b$, $-CO\text{-}R_c$, $O\text{-}CO\text{-}R_c$, $\text{–}CO\text{-}OR_c$, $-O\text{-}CO\text{-}OR_c$, $-O\text{-}CO\text{-}O\text{-}CO\text{-}R_c$, $-O\text{-}OR_c$,

=O, =S, SO_2-R_c, -SO-R_c, -NR_dR_e, -CO-NR_dR_e, -O-CO-NR_dR_e, -NR_c-CO-NR_dR_e, -NR_c–CO-R_e, NR_c–CO-OR_e, -CO-NR_c-CO-R_d, -O-SO_2-R_c, -O-SO-R_c, -O-S-R_c, -S-CO-R_c, -SO-CO-OR_c, -SO_2-CO-OR_c, -O-SO_3, -NR_c-SR_d, -NR_c-SO-R_d, NR_c-SO_2-R_d, -CO-SR_c, -CO-SO-R_c, CO-SO_2-R_c, -CS-R_c, -CSO-R_c, -CSO_2-R_c, -NR_c–CS-R_d, -O-CS-R_c, -O-CSO-R_c, O-CSO_2-R_c, -SO_2-NR_dR_e, -SO-NR_dR_e, -S-NR_dR_e, -NR_d-CSO_2-R_d, -NR_c-CSO-R_d, NR_c-CS-R_d, -SH, -S-R_b, and –PO_2-OR_c, where R_a is selected from the group consisting of alkyl, heteroalkyl, alkenyl, aryl, heteroaryl, and alkynyl, R_b is selected from the group consisting of alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, -CO-R_c, -CO-OR_c, -O-CO-O-R_c, -O-CO-R_c, -NR_c-CO-R_d, -CO-NR_dR_e, -OH, Ar, heteroaryl, heterocycloalkyl, and cycloalkyl, and R_c, R_d and R_e are each independently selected from the group consisting of hydrogen, alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, -COR_f, -$COOR_f$, -O-CO-O-R_f, -O-CO-R_f, -OH, Ar, heteroaryl, cycloalkyl, and heterocycloalkyl, where R_d and R_e can cyclize to form a heteroaryl or heterocycloalkyl group, and $R_f$is selected from the group consisting of hydrogen, alkyl, and heteroalkyl, and where any of the alkyl, heteroalkyl, alkylene, aryl, cycloalkyl, heterocycloalkyl, or heteroaryl moieties present in the above substituents may be further substituted with one or more substituents independently selected from the group consisting of NO_2, -CN, -$(CH_2)_z$-CN where z is an integer from 0 to 4, halogen, haloalkyl, haloaryl, -OH, =O, -N-OH, N-OR_c, -NR_dR_e, -CO-NR_dR_e, -CO-OR_c, -CO-R_c, -NR_c-CO-NR_dR_e, -C-CO-OR_c, -NR_c-CO-R_d, -O-CO-O-R_c, O-CO-NR_dR_e, -SH, -O-R_b, -O-R_a-O-, -S-R_b, and unsubstituted alkyl, unsubstituted aryl, unsubstituted cycloalkyl, unsubstituted heterocycloalkyl, and unsubstituted heteroaryl, where R_a, R_b, R_c, R_d, and R_e are defined above.

5. A compound or pharmaceutically acceptable salt according to claim 2, wherein R_7 is hydrogen.

6. A compound or pharmaceutically acceptable salt according to claim 2, wherein R is



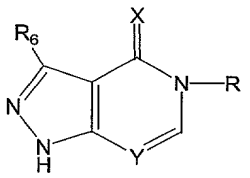
and wherein

R_4 is hydrogen or an alkyl or cycloalkyl group unsubstituted or substituted with one or more substituents independently selected from the group consisting of alkyl, heteroalkyl, haloalkyl, haloaryl, halocycloalkyl, haloheterocycloalkyl, aryl, cycloalkyl, heterocycloalkyl, heteroaryl, $-NO_2$, -N-OH, N-OR_c, -CN, $-(CH_2)_z$-CN where z is an integer from 0 to 4, halogen, -OH, -O-R_a-O-, -OR_b, -CO-R_c, O-CO-R_c, –CO-OR_c, -O-CO-OR_c, -O-CO-O-CO-R_c, -O-OR_c, =O, =S, SO_2-R_c, -SO-R_c, -NR_dR_e, -CO-NR_dR_e, -O-CO-NR_dR_e, -NR_c-CO-NR_dR_e, -NR_c–CO-R_e, NR_c–CO-OR_e, -CO-NR_c-CO-R_d, -O-SO_2-R_c, -O-SO-R_c, -O-S-R_c, -S-CO-R_c, -SO-CO-OR_c, -SO_2-CO-OR_c, -O-SO_3, -NR_c-SR_d, -NR_c-SO-R_d, NR_c-SO_2-R_d, -CO-SR_c, -CO-SO-R_c, CO-SO_2-R_c, -CS-R_c, -CSO-R_c, -CSO_2-R_c, -NR_c–CS-R_d, -O-CS-R_c, -O-CSO-R_c, O-CSO_2-R_c, -SO_2-NR_dR_e, -SO-NR_dR_e, -S-NR_dR_e, -NR_d-CSO_2-R_d, -NR_c-CSO-R_d, NR_c-CS-R_d, -SH, -S-R_b, and –PO_2-OR_c, where R_a is selected from the group consisting of alkyl, heteroalkyl, alkenyl, aryl, heteroaryl, and alkynyl, R_b is selected from the group consisting of alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, -CO-R_c, -CO-OR_c, -O-CO-O-R_c, -O-CO-R_c, -NR_c-CO-R_d, -CO-NR_dR_e, -OH, Ar, heteroaryl, heterocycloalkyl, and cycloalkyl, and R_c, R_d and R_e are each independently selected from the group consisting of hydrogen, alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, -COR_f, -$COOR_f$, -O-CO-O-R_f, -O-CO-R_f, -OH, Ar, heteroaryl, cycloalkyl, and heterocycloalkyl, where R_d and R_e can cyclize to form a heteroaryl or heterocycloalkyl group, and R_f is selected from the group consisting of hydrogen, alkyl, and heteroalkyl, and where any of the alkyl, heteroalkyl, alkylene, aryl, cycloalkyl, heterocycloalkyl, or heteroaryl moieties present in the above substituents may be further substituted with one or more substituents independently selected from the group consisting of NO_2, -CN, $-(CH_2)_z$-CN where z is an integer from 0 to 4, halogen, haloalkyl, haloaryl, -OH, =O, -N-OH, N-OR_c, -NR_dR_e, -CO-NR_dR_e, -CO-OR_c, -CO-R_c, -NR_c-CO-NR_dR_e, -C-CO-OR_c, -NR_c-CO-R_d, -O-CO-O-R_c, O-CO-NR_dR_e, -SH, -O-R_b, -O-R_a-O-, -S-R_b, and unsubstituted alkyl, unsubstituted aryl, unsubstituted cycloalkyl, unsubstituted heterocycloalkyl, and unsubstituted heteroaryl, where R_a, R_b, R_c, R_d, and R_e are defined above;

R_5 is an alkyl or heterocycloalkyl group unsubstituted or substituted with one or more substituents independently selected from the group consisting of alkyl, heteroalkyl, haloalkyl, haloaryl, halocycloalkyl, haloheterocycloalkyl, aryl, cycloalkyl, heterocycloalkyl, heteroaryl, $-NO_2$, -N-OH, N-OR_c, -CN, $-(CH_2)_z$-CN where z is an integer from 0 to 4, halogen, -OH, -O-R_a-O-, -OR_b, -CO-R_c, O-CO-R_c, –CO-OR_c, -O-CO-OR_c, -O-CO-O-CO-R_c, -O-OR_c, =O, =S, SO_2-R_c, -SO-R_c, -NR_dR_e, -CO-NR_dR_e, -O-CO-NR_dR_e, -NR_c-CO-NR_dR_e, -NR_c–CO-R_e, NR_c–CO-OR_e, -CO-NR_c-CO-R_d, -O-SO_2-R_c, -O-SO-R_c, -O-S-R_c, -S-CO-R_c, -SO-CO-OR_c, -SO_2-CO-OR_c, -O-SO_3, -NR_c-SR_d, -NR_c-SO-R_d, NR_c-SO_2-R_d, -CO-SR_c, -CO-SO-R_c, CO-SO_2-R_c, -CS-R_c, -CSO-R_c, -CSO_2-R_c, -NR_c–CS-R_d, -O-CS-R_c, -O-CSO-R_c, O-CSO_2-R_c, -SO_2-NR_dR_e, -SO-NR_dR_e, -S-NR_dR_e, -NR_d-CSO_2-R_d, -NR_c-CSO-R_d, NR_c-CS-R_d, -SH, -S-R_b, and –PO_2-OR_c, where R_a is selected from the group consisting of alkyl, heteroalkyl, alkenyl, aryl, heteroaryl, and alkynyl, R_b is selected from the group consisting of alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, -CO-R_c, -CO-OR_c, -O-CO-O-R_c, -O-CO-R_c, -NR_c-CO-R_d, -CO-NR_dR_e, -OH, Ar, heteroaryl, heterocycloalkyl, and cycloalkyl, and R_c, R_d and R_e are each independently selected from the group consisting of hydrogen, alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, -COR_f, -$COOR_f$, -O-CO-O-R_f, -O-CO-R_f, -OH, Ar, heteroaryl, cycloalkyl, and heterocycloalkyl, where R_d and R_e can cyclize to form a heteroaryl or heterocycloalkyl group, and R_f is selected from the group consisting of hydrogen, alkyl, and heteroalkyl, and where any of the alkyl, heteroalkyl, alkylene, aryl, cycloalkyl, heterocycloalkyl, or heteroaryl moieties present in the above substituents may be further substituted with one or more substituents independently selected from the group consisting of NO_2, -CN, $-(CH_2)_z$-CN where z is an integer from 0 to 4, halogen, haloalkyl, haloaryl, -OH, =O, -N-OH, N-OR_c, -NR_dR_e, -CO-NR_dR_e, -CO-OR_c, -CO-R_c, -NR_c-CO-NR_dR_e, -C-CO-OR_c, -NR_c-CO-R_d, -O-CO-O-R_c, O-CO-NR_dR_e, -SH, -O-R_b, -O-R_a-O-, -S-R_b, and unsubstituted alkyl, unsubstituted aryl, unsubstituted cycloalkyl, unsubstituted heterocycloalkyl, and unsubstituted heteroaryl, where R_a, R_b, R_c, R_d, and R_e are defined above; and

R_7 is hydrogen.

7. A compound represented by the formula I:



(I)

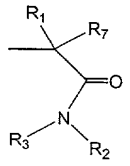
wherein:

X is O or S;

Y is N or CH;

R_6 is H or OH; and

R is



wherein:

R_1 is hydrogen or an alkyl, alkenyl, alkynyl, alkoxy, allyloxy, aryl, heteroaryl, cycloalkyl or heterocycloalkyl group unsubstituted or substituted with one or more substituents independently selected from the group consisting of alkyl, heteroalkyl, haloalkyl, haloaryl, halocycloalkyl, haloheterocycloalkyl, aryl, cycloalkyl, heterocycloalkyl, heteroaryl, $-NO_2$, -N-OH, $N-OR_c$, -CN, $-(CH_2)_z$-CN where z is an integer from 0 to 4, halogen, -OH, $-O-R_a-O-$, $-OR_b$, $-CO-R_c$, $O-CO-R_c$, $-CO-OR_c$, $-O-CO-OR_c$, $-O-CO-O-CO-R_c$, $-O-OR_c$, =O, =S, SO_2-R_c, $-SO-R_c$, $-NR_dR_e$, $-CO-NR_dR_e$, $-O-CO-NR_dR_e$, $-NR_c-CO-NR_dR_e$, $-NR_c-CO-R_e$, $NR_c-CO-OR_e$, $-CO-NR_c-CO-R_d$, $-O-SO_2-R_c$, $-O-SO-R_c$, $-O-S-R_c$, $-S-CO-R_c$, $-SO-CO-OR_c$, $-SO_2-CO-OR_c$, $-O-SO_3$, $-NR_c-SR_d$, $-NR_c-SO-R_d$, $NR_c-SO_2-R_d$, $-CO-SR_c$, $-CO-SO-R_c$, $CO-SO_2-R_c$, $-CS-R_c$, $-CSO-R_c$, $-CSO_2-R_c$, $-NR_c-CS-R_d$, $-O-CS-R_c$, $-O-CSO-R_c$, $O-CSO_2-R_c$, $-SO_2-NR_dR_e$, $-SO-NR_dR_e$, $-S-NR_dR_e$, $-NR_d-CSO_2-R_d$, $-NR_c-CSO-R_d$, NR_c-CS-R_d, -SH, $-S-R_b$, and $-PO_2-OR_c$, where R_a is selected from the group consisting of alkyl, heteroalkyl,

alkenyl, aryl, heteroaryl, and alkynyl, R_b is selected from the group consisting of alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, -CO-R_c, -CO-OR_c, -O-CO-O-R_c, -O-CO-R_c, -NR_c-CO-R_d, -CO-NR_dR_e, -OH, Ar, heteroaryl, heterocycloalkyl, and cycloalkyl, and R_c, R_d and R_e are each independently selected from the group consisting of hydrogen, alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, -COR_f, -$COOR_f$, -O-CO-O-R_f, -O-CO-R_f, -OH, Ar, heteroaryl, cycloalkyl, and heterocycloalkyl, where R_d and R_e can cyclize to form a heteroaryl or heterocycloalkyl group, and R_f is selected from the group consisting of hydrogen, alkyl, and heteroalkyl, and where any of the alkyl, heteroalkyl, alkylene, aryl, cycloalkyl, heterocycloalkyl, or heteroaryl moieties present in the above substituents may be further substituted with one or more substituents independently selected from the group consisting of NO_2, -CN, -$(CH_2)_z$-CN where z is an integer from 0 to 4, halogen, haloalkyl, haloaryl, -OH, =O, -N-OH, N-OR_c, -NR_dR_e, -CO-NR_dR_e, -CO-OR_c, -CO-R_c, -NR_c-CO-NR_dR_e, -C-CO-OR_c, -NR_c-CO-R_d, -O-CO-O-R_c, O-CO-NR_dR_e, -SH, -O-R_b, -O-R_a-O-, -S-R_b, and unsubstituted alkyl, unsubstituted aryl, unsubstituted cycloalkyl, unsubstituted heterocycloalkyl, and unsubstituted heteroaryl, where R_a, R_b, R_c, R_d, and R_e are defined above;

R_7 is hydrogen, or a C_1-C_3 alkyl, hydroxy or C_1-C_3 alkoxy group; and

R_2 and R_3 are each independently hydrogen or an alkyl, alkenyl, alkoxy, aryl, heteroaryl, cycloalkyl, or heterocycloalkyl group, or R_2 and R_3 together with the N atom to which they are attached form a 4- to 10-membered heterocycloalkyl or heteroaryl group containing at least one N, S or O heteroatom, where the alkyl, alkenyl, alkoxy, aryl, heteroaryl, cycloalkyl, or heterocycloalkyl group is unsubstituted or substituted with one or more substituents

independently selected from the group consisting of alkyl, heteroalkyl, haloalkyl, haloaryl, halocycloalkyl, haloheterocycloalkyl, aryl, cycloalkyl, heterocycloalkyl, heteroaryl, $-NO_2$, -N-OH, N-OR_c, -CN, $-(CH_2)_z$-CN where z is an integer from 0 to 4, halogen, -OH, -O-R_a-O-, -OR_b, -CO-R_c, O-CO-R_c, –CO-OR_c, -O-CO-OR_c, -O-CO-O-CO-R_c, -O-OR_c, =O, =S, SO_2-R_c, -SO-R_c, -NR_dR_e, -CO-NR_dR_e, -O-CO-NR_dR_e, -NR_c-CO-NR_dR_e, -NR_c–CO-R_e, NR_c–CO-OR_e, -CO-NR_c-CO-R_d, -O-SO_2-R_c, -O-SO-R_c, -O-S-R_c, -S-CO-R_c, -SO-CO-OR_c, -SO_2-CO-OR_c, -O-SO_3, -NR_c-SR_d, -NR_c-SO-R_d, NR_c-SO_2-R_d, -CO-SR_c, -CO-SO-R_c, CO-SO_2-R_c, -CS-R_c, -CSO-R_c, -CSO_2-R_c, -NR_c–CS-R_d, -O-CS-R_c, -O-CSO-R_c, O-CSO_2-R_c, -SO_2-NR_dR_e, -SO-NR_dR_e, -S-NR_dR_e, -NR_d-CSO_2-R_d, -NR_c-CSO-R_d, NR_c-CS-R_d, -SH, -S-R_b, and –PO_2-OR_c, where R_a is selected from the group consisting of alkyl, heteroalkyl, alkenyl, aryl, heteroaryl, and alkynyl, R_b is selected from the group consisting of alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, -CO-R_c, -CO-OR_c, -O-CO-O-R_c, -O-CO-R_c, -NR_c-CO-R_d, -CO-NR_dR_e, -OH, Ar, heteroaryl, heterocycloalkyl, and cycloalkyl, and R_c, R_d and R_e are each independently selected from the group consisting of hydrogen, alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, -COR_f, -$COOR_f$, -O-CO-O-R_f, -O-CO-R_f, -OH, Ar, heteroaryl, cycloalkyl, and heterocycloalkyl, where R_d and R_e can cyclize to form a heteroaryl or heterocycloalkyl group, and R_f is selected from the group consisting of hydrogen, alkyl, and heteroalkyl, and where any of the alkyl, heteroalkyl, alkylene, aryl, cycloalkyl, heterocycloalkyl, or heteroaryl moieties present in the above substituents may be further substituted with one or more substituents independently selected from the group consisting of NO_2, -CN, $-(CH_2)_z$-CN where z is an integer from 0 to 4, halogen, haloalkyl, haloaryl, -OH, =O, -N-OH, N-OR_c, -NR_dR_e, -CO-NR_dR_e, -CO-OR_c, -CO-R_c, -NR_c-CO-NR_dR_e, -C-CO-OR_c, -NR_c-CO-R_d, -O-CO-O-R_c, O-CO-NR_dR_e, -SH, -O-R_b, -O-R_a-O-, -S-R_b, and unsubstituted

alkyl, unsubstituted aryl, unsubstituted cycloalkyl, unsubstituted heterocycloalkyl, and unsubstituted heteroaryl, where R_a, R_b, R_c, R_d, and R_e are defined above;

or a pharmaceutically acceptable salt, a pharmaceutically acceptable prodrug, or a pharmaceutically active metabolite of said compound, or a pharmaceutically acceptable salt of said metabolite.

8. A compound or pharmaceutically acceptable salt according to claim 7, wherein R_1 is an aryl or heteroaryl group unsubstituted or substituted with one or more substituents independently selected from the group consisting of alkyl, heteroalkyl, haloalkyl, haloaryl, halocycloalkyl, haloheterocycloalkyl, aryl, cycloalkyl, heterocycloalkyl, heteroaryl, $-NO_2$, -N-OH, N-OR_c, -CN, $-(CH_2)_z$-CN where z is an integer from 0 to 4, halogen, -OH, -O-R_a-O-,-OR_b, -CO-R_c, O-CO-R_c, –CO-OR_c, -O-CO-OR_c, -O-CO-O-CO-R_c, -O-OR_c, =O, =S, SO_2-R_c, -SO-R_c, -NR_dR_e, -CO-NR_dR_e, -O-CO-NR_dR_e, -NR_c-CO-NR_dR_e, -NR_c–CO-R_e, NR_c–CO-OR_e, -CO-NR_c-CO-R_d, -O-SO_2-R_c, -O-SO-R_c, -O-S-R_c, -S-CO-R_c, -SO-CO-OR_c, -SO_2-CO-OR_c, -O-SO_3, -NR_c-SR_d, -NR_c-SO-R_d, NR_c-SO_2-R_d, -CO-SR_c, -CO-SO-R_c, CO-SO_2-R_c, -CS-R_c, -CSO-R_c, -CSO_2-R_c, -NR_c–CS-R_d, -O-CS-R_c, -O-CSO-R_c, O-CSO_2-R_c, -SO_2-NR_dR_e, -SO-NR_dR_e, -S-NR_dR_e, -NR_d-CSO_2-R_d, -NR_c-CSO-R_d, NR_c-CS-R_d, -SH, -S-R_b, and –PO_2-OR_c, where R_a is selected from the group consisting of alkyl, heteroalkyl, alkenyl, aryl, heteroaryl, and alkynyl, R_b is selected from the group consisting of alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, -CO-R_c, -CO-OR_c, -O-CO-O-R_c, -O-CO-R_c, -NR_c-CO-R_d, -CO-NR_dR_e, -OH, Ar, heteroaryl, heterocycloalkyl, and cycloalkyl, and R_c, R_d and R_e are each independently selected from the group consisting of hydrogen, alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, -COR_f, -$COOR_f$, -O-CO-O-R_f, -O-CO-R_f, -OH, Ar, heteroaryl, cycloalkyl, and heterocycloalkyl, where R_d and R_e can cyclize to form a heteroaryl or heterocycloalkyl group, and R_f is selected from the group consisting of hydrogen, alkyl, and heteroalkyl, and where any of the alkyl, heteroalkyl, alkylene, aryl, cycloalkyl, heterocycloalkyl, or heteroaryl moieties present in the above substituents may be further substituted with one or more substituents independently selected from the group consisting of NO_2, -CN, $-(CH_2)_z$-CN where z is an integer from 0 to 4, halogen, haloalkyl, haloaryl, -OH, =O, -N-OH, N-OR_c, -NR_dR_e, -CO-NR_dR_e, -CO-OR_c, -CO-R_c, -NR_c-CO-NR_dR_e, -C-CO-OR_c, -NR_c-CO-R_d, -O-CO-O-R_c, O-CO-NR_dR_e, -SH, -O-R_b, -O-R_a-O-, -S-

R_b, and unsubstituted alkyl, unsubstituted aryl, unsubstituted cycloalkyl, unsubstituted heterocycloalkyl, and unsubstituted heteroaryl, where R_a, R_b, R_c, R_d, and R_e are defined above.

9. A compound or pharmaceutically acceptable salt according to claim 7, wherein R_7 is hydrogen.

10. A compound or pharmaceutically acceptable salt according to claim 7, wherein R_2 and R_3 are each independently an alkyl, alkoxy or aryl group, or R_2 and R_3 together with the N atom to which they are attached form a 4- to 10-membered heterocycloalkyl or heteroaryl group containing at least one N, S or O heteroatom, where the alkyl, alkoxy, aryl or heterocycloalkyl group is unsubstituted or substituted with one or more substituents independently selected from the group consisting of alkyl, heteroalkyl, haloalkyl, haloaryl, halocycloalkyl, haloheterocycloalkyl, aryl, cycloalkyl, heterocycloalkyl, heteroaryl, $-NO_2$, -N-OH, N-OR_c, -CN, $-(CH_2)_z$-CN where z is an integer from 0 to 4, halogen, -OH, -O-R_a-O-, -OR_b, -CO-R_c, O-CO-R_c, –CO-OR_c, -O-CO-OR_c, -O-CO-O-CO-R_c, -O-OR_c, =O, =S, SO_2-R_c, -SO-R_c, -NR_dR_e, -CO-NR_dR_e, -O-CO-NR_dR_e, -NR_c-CO-NR_dR_e, -NR_c–CO-R_e, NR_c–CO-OR_e, -CO-NR_c-CO-R_d, -O-SO_2-R_c, -O-SO-R_c, -O-S-R_c, -S-CO-R_c, -SO-CO-OR_c, -SO_2-CO-OR_c, -O-SO_3, -NR_c-SR_d, -NR_c-SO-R_d, NR_c-SO_2-R_d, -CO-SR_c, -CO-SO-R_c, CO-SO_2-R_c, -CS-R_c, -CSO-R_c, -CSO_2-R_c, -NR_c–CS-R_d, -O-CS-R_c, -O-CSO-R_c, O-CSO_2-R_c, -SO_2-NR_dR_e, -SO-NR_dR_e, -S-NR_dR_e, -NR_d-CSO_2-R_d, -NR_c-CSO-R_d, NR_c-CS-R_d, -SH, -S-R_b, and –PO_2-OR_c, where R_a is selected from the group consisting of alkyl, heteroalkyl, alkenyl, aryl, heteroaryl, and alkynyl, R_b is selected from the group consisting of alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, -CO-R_c, -CO-OR_c, -O-CO-O-R_c, -O-CO-R_c, -NR_c-CO-R_d, -CO-NR_dR_e, -OH, Ar, heteroaryl, heterocycloalkyl, and cycloalkyl, and R_c, R_d and R_e are each independently selected from the group consisting of hydrogen, alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, -COR_f, -$COOR_f$, -O-CO-O-R_f, -O-CO-R_f, -OH, Ar, heteroaryl, cycloalkyl, and heterocycloalkyl, where R_d and R_e can cyclize to form a heteroaryl or heterocycloalkyl group, and R_f is selected from the group consisting of hydrogen, alkyl, and heteroalkyl, and where any of the alkyl, heteroalkyl, alkylene, aryl, cycloalkyl, heterocycloalkyl, or heteroaryl moieties present in the above substituents may be further substituted with one or more substituents independently selected from the group consisting of NO_2, -CN, $-(CH_2)_z$-CN where

z is an integer from 0 to 4, halogen, haloalkyl, haloaryl, -OH, =O, -N-OH, N-OR_c, -NR_dR_e, -CO-NR_dR_e, -CO-OR_c, -CO-R_c, -NR_c-CO-NR_dR_e, -C-CO-OR_c, -NR_c-CO-R_d, -O-CO-O-R_c, O-CO-NR_dR_e, -SH, -O-R_b, -O-R_a-O-, -S-R_b, and unsubstituted alkyl, unsubstituted aryl, unsubstituted cycloalkyl, unsubstituted heterocycloalkyl, and unsubstituted heteroaryl, where R_a, R_b, R_c, R_d, and R_e are defined above.

11. A compound or pharmaceutically acceptable salt according to claim 7, wherein

R_1 is an aryl or heteroaryl group unsubstituted or substituted with one or more substituents independently selected from the group consisting of alkyl, heteroalkyl, haloalkyl, haloaryl, halocycloalkyl, haloheterocycloalkyl, aryl, cycloalkyl, heterocycloalkyl, heteroaryl, -NO_2, -N-OH, N-OR_c, -CN, -$(CH_2)_z$-CN where z is an integer from 0 to 4, halogen, -OH, -O-R_a-O-, -OR_b, -CO-R_c, O-CO-R_c, –CO-OR_c, -O-CO-OR_c, -O-CO-O-CO-R_c, -O-OR_c, =O, =S, SO_2-R_c, -SO-R_c, -NR_dR_e, -CO-NR_dR_e, -O-CO-NR_dR_e, -NR_c-CO-NR_dR_e, -NR_c–CO-R_e, NR_c–CO-OR_e, -CO-NR_c-CO-R_d, -O-SO_2-R_c, -O-SO-R_c, -O-S-R_c, -S-CO-R_c, -SO-CO-OR_c, -SO_2-CO-OR_c, -O-SO_3, -NR_c-SR_d, -NR_c-SO-R_d, NR_c-SO_2-R_d, -CO-SR_c, -CO-SO-R_c, CO-SO_2-R_c, -CS-R_c, -CSO-R_c, -CSO_2-R_c, -NR_c–CS-R_d, -O-CS-R_c, -O-CSO-R_c, O-CSO_2-R_c, -SO_2-NR_dR_e, -SO-NR_dR_e, -S-NR_dR_e, -NR_d-CSO_2-R_d, -NR_c-CSO-R_d, NR_c-CS-R_d, -SH, -S-R_b, and –PO_2-OR_c, where R_a is selected from the group consisting of alkyl, heteroalkyl, alkenyl, aryl, heteroaryl, and alkynyl, R_b is selected from the group consisting of alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, -CO-R_c, -CO-OR_c, -O-CO-O-R_c, -O-CO-R_c, -NR_c-CO-R_d, -CO-NR_dR_e, -OH, Ar, heteroaryl, heterocycloalkyl, and cycloalkyl, and R_c, R_d and R_e are each independently selected from the group consisting of hydrogen, alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, -COR_f, -$COOR_f$, -O-CO-O-R_f, -O-CO-R_f, -OH, Ar, heteroaryl, cycloalkyl, and heterocycloalkyl, where R_d and R_e can cyclize to form a heteroaryl or heterocycloalkyl group, and R_f is selected from the group consisting of hydrogen, alkyl, and heteroalkyl, and where any of the alkyl, heteroalkyl, alkylene, aryl, cycloalkyl, heterocycloalkyl, or heteroaryl moieties present in the above substituents may be further substituted with one or more substituents independently selected from the

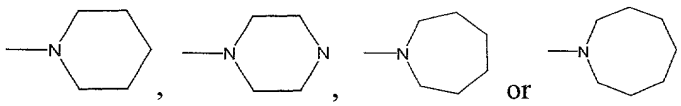
group consisting of NO_2, -CN, $-(CH_2)_z$-CN where z is an integer from 0 to 4, halogen, haloalkyl, haloaryl, -OH, =O, -N-OH, N-OR_c, -NR_dR_e, -CO-NR_dR_e, -CO-OR_c, -CO-R_c, -NR_c-CO-NR_dR_e, -C-CO-OR_c, -NR_c-CO-R_d, -O-CO-O-R_c, O-CO-NR_dR_e, -SH, -O-R_b, -O-R_a-O-, -S-R_b, and unsubstituted alkyl, unsubstituted aryl, unsubstituted cycloalkyl, unsubstituted heterocycloalkyl, and unsubstituted heteroaryl, where R_a, R_b, R_c, R_d, and R_e are defined above;

R_7 is hydrogen; and

R_2 and R_3 are each independently an alkyl, alkoxy or aryl group, or R_2 and R_3 together with the N atom to which they are attached form a 4- to 10-membered heterocycloalkyl or heteroaryl group containing at least one N, S or O heteroatom, where the alkyl, alkoxy, aryl or heterocycloalkyl group is unsubstituted or substituted with one or more substituents independently selected from the group consisting of alkyl, heteroalkyl, haloalkyl, haloaryl, halocycloalkyl, haloheterocycloalkyl, aryl, cycloalkyl, heterocycloalkyl, heteroaryl, -NO_2, -N-OH, N-OR_c, -CN, $-(CH_2)_z$-CN where z is an integer from 0 to 4, halogen, -OH, -O-R_a-O-, -OR_b, -CO-R_c, O-CO-R_c, –CO-OR_c, -O-CO-OR_c, -O-CO-O-CO-R_c, -O-OR_c, =O, =S, SO_2-R_c, -SO-R_c, -NR_dR_e, -CO-NR_dR_e, -O-CO-NR_dR_e, -NR_c-CO-NR_dR_e, -NR_c–CO-R_e, NR_c–CO-OR_e, -CO-NR_c-CO-R_d, -O-SO_2-R_c, -O-SO-R_c, -O-S-R_c, -S-CO-R_c, -SO-CO-OR_c, -SO_2-CO-OR_c, -O-SO_3, -NR_c-SR_d, -NR_c-SO-R_d, NR_c-SO_2-R_d, -CO-SR_c, -CO-SO-R_c, CO-SO_2-R_c, -CS-R_c, -CSO-R_c, -CSO_2-R_c, -NR_c–CS-R_d, -O-CS-R_c, -O-CSO-R_c, O-CSO_2-R_c, -SO_2-NR_dR_e, -SO-NR_dR_e, -S-NR_dR_e, -NR_d-CSO_2-R_d, -NR_c-CSO-R_d, NR_c-CS-R_d, -SH, -S-R_b, and –PO_2-OR_c, where R_a is selected from the group consisting of alkyl, heteroalkyl, alkenyl, aryl, heteroaryl, and alkynyl, R_b is selected from the group consisting of alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, -CO-R_c, -CO-OR_c, -O-CO-O-R_c, -O-CO-R_c, -NR_c-CO-R_d, -CO-NR_dR_e, -OH, Ar, heteroaryl, heterocycloalkyl, and cycloalkyl, and R_c, R_d and R_e are each independently selected from the group consisting of hydrogen, alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, -COR_f, -$COOR_f$, -O-CO-O-R_f, -O-CO-R_f, -OH, Ar, heteroaryl, cycloalkyl, and heterocycloalkyl, where R_d and R_e can cyclize to form a heteroaryl or heterocycloalkyl group, and R_f is selected from the group consisting of hydrogen, alkyl, and heteroalkyl,

and where any of the alkyl, heteroalkyl, alkylene, aryl, cycloalkyl, heterocycloalkyl, or heteroaryl moieties present in the above substituents may be further substituted with one or more substituents independently selected from the group consisting of NO_2, -CN, $-(CH_2)_z$-CN where z is an integer from 0 to 4, halogen, haloalkyl, haloaryl, -OH, =O, -N-OH, N-OR_c, -NR_dR_e, -CO-NR_dR_e, -CO-OR_c, -CO-R_c, -NR_c-CO-NR_dR_e, -C-CO-OR_c, -NR_c-CO-R_d, -O-CO-O-R_c, O-CO-NR_dR_e, -SH, -O-R_b, -O-R_a-O-, -S-R_b, and unsubstituted alkyl, unsubstituted aryl, unsubstituted cycloalkyl, unsubstituted heterocycloalkyl, and unsubstituted heteroaryl, where R_a, R_b, R_c, R_d, and R_e are defined above.

12. A compound or pharmaceutically acceptable salt according to claim 10, wherein R_2 and R_3 together with the N atom to which they are attached form

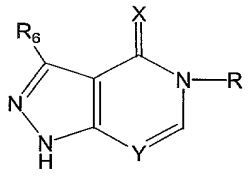


unsubstituted or substituted with one or more substituents independently selected from the group consisting of alkyl, heteroalkyl, haloalkyl, haloaryl, halocycloalkyl, haloheterocycloalkyl, aryl, cycloalkyl, heterocycloalkyl, heteroaryl, $-NO_2$, -N-OH, N-OR_c, -CN, $-(CH_2)_z$-CN where z is an integer from 0 to 4, halogen, -OH, -O-R_a-O-, -OR_b, -CO-R_c, O-CO-R_c, –CO-OR_c, -O-CO-OR_c, -O-CO-O-CO-R_c, -O-OR_c, =O, =S, SO_2-R_c, -SO-R_c, -NR_dR_e, -CO-NR_dR_e, -O-CO-NR_dR_e, -NR_c-CO-NR_dR_e, -NR_c–CO-R_e, NR_c–CO-OR_e, -CO-NR_c-CO-R_d, -O-SO_2-R_c, -O-SO-R_c, -O-S-R_c, -S-CO-R_c, -SO-CO-OR_c, -SO_2-CO-OR_c, -O-SO_3, -NR_c-SR_d, -NR_c-SO-R_d, NR_c-SO_2-R_d, -CO-SR_c, -CO-SO-R_c, CO-SO_2-R_c, -CS-R_c, -CSO-R_c, -CSO_2-R_c, -NR_c–CS-R_d, -O-CS-R_c, -O-CSO-R_c, O-CSO_2-R_c, -SO_2-NR_dR_e, -SO-NR_dR_e, -S-NR_dR_e, -NR_d-CSO_2-R_d, -NR_c-CSO-R_d, NR_c-CS-R_d, -SH, -S-R_b, and –PO_2-OR_c, where R_a is selected from the group consisting of alkyl, heteroalkyl, alkenyl, aryl, heteroaryl, and alkynyl, R_b is selected from the group consisting of alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, -CO-R_c, -CO-OR_c, -O-CO-O-R_c, -O-CO-R_c, -NR_c-CO-R_d, -CO-NR_dR_e, -OH, Ar, heteroaryl, heterocycloalkyl, and cycloalkyl, and R_c, R_d and R_e are each independently selected from the group consisting of hydrogen, alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, -COR_f, -$COOR_f$, -O-CO-O-R_f, -O-CO-R_f, -OH, Ar, heteroaryl,

cycloalkyl, and heterocycloalkyl, where R_d and R_e can cyclize to form a heteroaryl or heterocycloalkyl group, and R_f is selected from the group consisting of hydrogen, alkyl, and heteroalkyl, and where any of the alkyl, heteroalkyl, alkylene, aryl, cycloalkyl, heterocycloalkyl, or heteroaryl moieties present in the above substituents may be further substituted with one or more substituents independently selected from the group consisting of NO_2, -CN, $-(CH_2)_z$-CN where z is an integer from 0 to 4, halogen, haloalkyl, haloaryl, -OH, =O, -N-OH, N-OR_c, -NR_dR_e, -CO-NR_dR_e, -CO-OR_c, -CO-R_c, -NR_c-CO-NR_dR_e, -C-CO-OR_c, -NR_c-CO-R_d, -O-CO-O-R_c, O-CO-NR_dR_e, -SH, -O-R_b, -O-R_a-O-, -S-R_b, and unsubstituted alkyl, unsubstituted aryl, unsubstituted cycloalkyl, unsubstituted heterocycloalkyl, and unsubstituted heteroaryl, where R_a, R_b, R_c, R_d, and R_e are defined above.

13. A compound or pharmaceutically acceptable salt according to claim 12, wherein the N-heterocycloalkyl group is substituted with one or more substituents independently selected from the group consisting of hydroxy, alkyl, -CO-alkyl, aryl, heteroaryl, cycloalkyl or heterocycloalkyl, and wherein the alkyl, aryl or heteroaryl group is unsubstituted or substituted with one or more substituents independently selected from the group consisting of halogen, hydroxy, alkoxy or allyloxy.

14. A compound represented by the formula I:



(I)

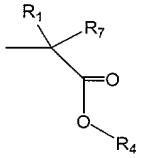
wherein:

X is O or S;

Y is N or CH;

R_6 is H or OH;

R is



wherein:

R_1 is hydrogen or an alkyl, alkenyl, alkynyl, alkoxy, allyloxy, aryl, heteroaryl, cycloalkyl or heterocycloalkyl group unsubstituted or substituted with one or more substituents independently selected from the group consisting of alkyl, heteroalkyl, haloalkyl, haloaryl, halocycloalkyl, haloheterocycloalkyl, aryl, cycloalkyl, heterocycloalkyl, heteroaryl, $-NO_2$, -N-OH, N-OR_c, -CN, -$(CH_2)_z$-CN where z is an integer from 0 to 4, halogen, -OH, -O-R_a-O-, -OR_b, -CO-R_c, O-CO-R_c, –CO-OR_c, -O-CO-OR_c, -O-CO-O-CO-R_c, -O-OR_c, =O, =S, SO_2-R_c, -SO-R_c, -NR_dR_e, -CO-NR_dR_e, -O-CO-NR_dR_e, -NR_c-CO-NR_dR_e, -NR_c–CO-R_e, NR_c–CO-OR_e, -CO-NR_c-CO-R_d, -O-SO_2-R_c, -O-SO-R_c, -O-S-R_c, -S-CO-R_c, -SO-CO-OR_c, -SO_2-CO-OR_c, -O-SO_3, -NR_c-SR_d, -NR_c-SO-R_d, NR_c-SO_2-R_d, -CO-SR_c, -CO-SO-R_c, CO-SO_2-R_c, -CS-R_c, -CSO-R_c, -CSO_2-R_c, -NR_c–CS-R_d, -O-CS-R_c, -O-CSO-R_c, O-CSO_2-R_c, -SO_2-NR_dR_e, -SO-NR_dR_e, -S-NR_dR_e, -NR_d-CSO_2-R_d, -NR_c-CSO-R_d, NR_c-CS-R_d, -SH, -S-R_b, and –PO_2-OR_c, where R_a is selected from the group consisting of alkyl, heteroalkyl, alkenyl, aryl, heteroaryl, and alkynyl, R_b is selected from the group consisting of alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, -CO-R_c, -CO-OR_c, -O-CO-O-R_c, -O-CO-R_c, -NR_c-CO-R_d, -CO-NR_dR_e, -OH, Ar, heteroaryl, heterocycloalkyl, and cycloalkyl, and R_c, R_d and R_e are each independently selected from the group consisting of hydrogen, alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, -COR_f, -$COOR_f$, -O-CO-O-R_f, -O-CO-R_f, -OH, Ar, heteroaryl, cycloalkyl, and heterocycloalkyl, where R_d and R_e can cyclize to form a heteroaryl or heterocycloalkyl group, and R_f is selected from the group consisting of hydrogen, alkyl, and heteroalkyl, and where any of the alkyl, heteroalkyl, alkylene, aryl, cycloalkyl, heterocycloalkyl, or heteroaryl moieties present in the above substituents may be further substituted with one or

more substituents independently selected from the group consisting of NO_2, -CN, $-(CH_2)_z$-CN where z is an integer from 0 to 4, halogen, haloalkyl, haloaryl, -OH, =O, -N-OH, N-OR_c, -NR_dR_e, -CO-NR_dR_e, -CO-OR_c, -CO-R_c, -NR_c-CO-NR_dR_e, -C-CO-OR_c, -NR_c-CO-R_d, -O-CO-O-R_c, O-CO-NR_dR_e, -SH, -O-R_b, -O-R_a-O-, -S-R_b, and unsubstituted alkyl, unsubstituted aryl, unsubstituted cycloalkyl, unsubstituted heterocycloalkyl, and unsubstituted heteroaryl, where R_a, R_b, R_c, R_d, and R_e are defined above;

R_7 is hydrogen or a C_1-C_3 alkyl, hydroxy or C_1-C_3 alkoxy group; and

R_4 is hydrogen or an alkyl, alkenyl, cycloalkyl, heterocycloalkyl, aryl or heteroaryl group unsubstituted or substituted with one or more substituents independently selected from the group consisting of alkyl, heteroalkyl, haloalkyl, haloaryl, halocycloalkyl, haloheterocycloalkyl, aryl, cycloalkyl, heterocycloalkyl, heteroaryl, -NO_2, -N-OH, N-OR_c, -CN, $-(CH_2)_z$-CN where z is an integer from 0 to 4, halogen, -OH, -O-R_a-O-, -OR_b, -CO-R_c, O-CO-R_c, –CO-OR_c, -O-CO-OR_c, -O-CO-O-CO-R_c, -O-OR_c, =O, =S, SO_2-R_c, -SO-R_c, -NR_dR_e, -CO-NR_dR_e, -O-CO-NR_dR_e, -NR_c-CO-NR_dR_e, -NR_c–CO-R_e, NR_c–CO-OR_e, -CO-NR_c-CO-R_d, -O-SO_2-R_c, -O-SO-R_c, -O-S-R_c, -S-CO-R_c, -SO-CO-OR_c, -SO_2-CO-OR_c, -O-SO_3, -NR_c-SR_d, -NR_c-SO-R_d, NR_c-SO_2-R_d, -CO-SR_c, -CO-SO-R_c, CO-SO_2-R_c, -CS-R_c, -CSO-R_c, -CSO_2-R_c, -NR_c–CS-R_d, -O-CS-R_c, -O-CSO-R_c, O-CSO_2-R_c, -SO_2-NR_dR_e, -SO-NR_dR_e, -S-NR_dR_e, -NR_d-CSO_2-R_d, -NR_c-CSO-R_d, NR_c-CS-R_d, -SH, -S-R_b, and –PO_2-OR_c, where R_a is selected from the group consisting of alkyl, heteroalkyl, alkenyl, aryl, heteroaryl, and alkynyl, R_b is selected from the group consisting of alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, -CO-R_c, -CO-OR_c, -O-CO-O-R_c, -O-CO-R_c, -NR_c-CO-R_d, -CO-NR_dR_e, -OH, Ar, heteroaryl, heterocycloalkyl, and cycloalkyl, and R_c, R_d and

R_e are each independently selected from the group consisting of hydrogen, alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, -COR_f, -$COOR_f$, -O-CO-O-R_f, -O-CO-R_f, -OH, Ar, heteroaryl, cycloalkyl, and heterocycloalkyl, where R_d and R_e can cyclize to form a heteroaryl or heterocycloalkyl group, and R_f is selected from the group consisting of hydrogen, alkyl, and heteroalkyl, and where any of the alkyl, heteroalkyl, alkylene, aryl, cycloalkyl, heterocycloalkyl, or heteroaryl moieties present in the above substituents may be further substituted with one or more substituents independently selected from the group consisting of NO_2, -CN, -$(CH_2)_z$-CN where z is an integer from 0 to 4, halogen, haloalkyl, haloaryl, -OH, =O, -N-OH, N-OR_c, -NR_dR_e, -CO-NR_dR_e, -CO-OR_c, -CO-R_c, -NR_c-CO-NR_dR_e, -C-CO-OR_c, -NR_c-CO-R_d, -O-CO-O-R_c, O-CO-NR_dR_e, -SH, -O-R_b, -O-R_a-O-, -S-R_b, and unsubstituted alkyl, unsubstituted aryl, unsubstituted cycloalkyl, unsubstituted heterocycloalkyl, and unsubstituted heteroaryl, where R_a, R_b, R_c, R_d, and R_e are defined above; or a pharmaceutically acceptable salt, a pharmaceutically acceptable prodrug, or a pharmaceutically active metabolite of said compound, or a pharmaceutically acceptable salt of said metabolite.

15. A compound or pharmaceutically acceptable salt according to claim 14, wherein R_1 is an aryl group unsubstituted or substituted with one or more substituents independently selected from the group consisting of alkyl, heteroalkyl, haloalkyl, haloaryl, halocycloalkyl, haloheterocycloalkyl, aryl, cycloalkyl, heterocycloalkyl, heteroaryl, -NO_2, -N-OH, N-OR_c, -CN, -$(CH_2)_z$-CN where z is an integer from 0 to 4, halogen, -OH, -O-R_a-O-, -OR_b, -CO-R_c, O-CO-R_c, –CO-OR_c, -O-CO-OR_c, -O-CO-O-CO-R_c, -O-OR_c, =O, =S, SO_2-R_c, -SO-R_c, -NR_dR_e, -CO-NR_dR_e, -O-CO-NR_dR_e, -NR_c-CO-NR_dR_e, -NR_c–CO-R_e, NR_c–CO-OR_e, -CO-NR_c-CO-R_d, -O-SO_2-R_c, -O-SO-R_c, -O-S-R_c, -S-CO-R_c, -SO-CO-OR_c, -SO_2-CO-OR_c, -O-SO_3, -NR_c-SR_d, -NR_c-SO-R_d, NR_c-SO_2-R_d, -CO-SR_c, -CO-SO-R_c, CO-SO_2-R_c, -CS-R_c, -CSO-R_c, -CSO_2-R_c, -NR_c–CS-R_d, -O-CS-R_c, -O-CSO-R_c, O-CSO_2-R_c, -SO_2-NR_dR_e, -SO-NR_dR_e, -S-NR_dR_e, -NR_d-CSO_2-R_d, -

NR_c-CSO-R_d, NR_c-CS-R_d, -SH, -S-R_b, and –PO_2-OR_c, where R_a is selected from the group consisting of alkyl, heteroalkyl, alkenyl, aryl, heteroaryl, and alkynyl, R_b is selected from the group consisting of alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, -CO-R_c, -CO-OR_c, -O-CO-O-R_c, -O-CO-R_c, -NR_c-CO-R_d, -CO-NR_dR_e, -OH, Ar, heteroaryl, heterocycloalkyl, and cycloalkyl, and R_c, R_d and R_e are each independently selected from the group consisting of hydrogen, alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, -COR_f, -$COOR_f$, -O-CO-O-R_f, -O-CO-R_f, -OH, Ar, heteroaryl, cycloalkyl, and heterocycloalkyl, where R_d and R_e can cyclize to form a heteroaryl or heterocycloalkyl group, and R_f is selected from the group consisting of hydrogen, alkyl, and heteroalkyl, and where any of the alkyl, heteroalkyl, alkylene, aryl, cycloalkyl, heterocycloalkyl, or heteroaryl moieties present in the above substituents may be further substituted with one or more substituents independently selected from the group consisting of NO_2, -CN, -$(CH_2)_z$-CN where z is an integer from 0 to 4, halogen, haloalkyl, haloaryl, -OH, =O, -N-OH, N-OR_c, -NR_dR_e, -CO-NR_dR_e, -CO-OR_c, -CO-R_c, -NR_c-CO-NR_dR_e, -C-CO-OR_c, -NR_c-CO-R_d, -O-CO-O-R_c, O-CO-NR_dR_e, -SH, -O-R_b, -O-R_a-O-, -S-R_b, and unsubstituted alkyl, unsubstituted aryl, unsubstituted cycloalkyl, unsubstituted heterocycloalkyl, and unsubstituted heteroaryl, where R_a, R_b, R_c, R_d, and R_e are defined above;

16. A compound or pharmaceutically acceptable salt according to claim 14, wherein R_7 is hydrogen.

17. A compound or pharmaceutically acceptable salt according to claim 14, wherein R_4 is hydrogen or a cycloalkyl group unsubstituted or substituted with one or more substituents independently selected from the group consisting of alkyl, heteroalkyl, haloalkyl, haloaryl, halocycloalkyl, haloheterocycloalkyl, aryl, cycloalkyl, heterocycloalkyl, heteroaryl, -NO_2, -N-OH, N-OR_c, -CN, -$(CH_2)_z$-CN where z is an integer from 0 to 4, halogen, -OH, -O-R_a-O-, -OR_b, -CO-R_c, O-CO-R_c, –CO-OR_c, -O-CO-OR_c, -O-CO-O-CO-R_c, -O-OR_c, =O, =S, SO_2-R_c, -SO-R_c, -NR_dR_e, -CO-NR_dR_e, -O-CO-NR_dR_e, -NR_c-CO-NR_dR_e, -NR_c–CO-R_e, NR_c–CO-OR_e, -CO-NR_c-CO-R_d, -O-SO_2-R_c, -O-SO-R_c, -O-S-R_c, -S-CO-R_c, -SO-CO-OR_c, -SO_2-CO-OR_c, -O-SO_3, -NR_c-SR_d, -NR_c-SO-R_d, NR_c-SO_2-R_d, -CO-SR_c, -CO-SO-R_c, CO-SO_2-R_c, -CS-R_c, -CSO-R_c, -CSO_2-R_c, -NR_c–CS-R_d, -O-CS-R_c, -O-CSO-R_c, O-CSO_2-R_c, -SO_2-NR_dR_e, -SO-NR_dR_e, -S-NR_dR_e, -NR_d-CSO_2-R_d, -NR_c-CSO-R_d, NR_c-CS-R_d, -SH, -S-R_b, and –PO_2-OR_c, where R_a is

selected from the group consisting of alkyl, heteroalkyl, alkenyl, aryl, heteroaryl, and alkynyl, R_b is selected from the group consisting of alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, -CO-R_c, -CO-OR_c, -O-CO-O-R_c, -O-CO-R_c, -NR_c-CO-R_d, -CO-NR_dR_e, -OH, Ar, heteroaryl, heterocycloalkyl, and cycloalkyl, and R_c, R_d and R_e are each independently selected from the group consisting of hydrogen, alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, -COR_f, -$COOR_f$, -O-CO-O-R_f, -O-CO-R_f, -OH, Ar, heteroaryl, cycloalkyl, and heterocycloalkyl, where R_d and R_e can cyclize to form a heteroaryl or heterocycloalkyl group, and $R_f$is selected from the group consisting of hydrogen, alkyl, and heteroalkyl, and where any of the alkyl, heteroalkyl, alkylene, aryl, cycloalkyl, heterocycloalkyl, or heteroaryl moieties present in the above substituents may be further substituted with one or more substituents independently selected from the group consisting of NO_2, -CN, -$(CH_2)_z$-CN where z is an integer from 0 to 4, halogen, haloalkyl, haloaryl, -OH, =O, -N-OH, N-OR_c, -NR_dR_e, -CO-NR_dR_e, -CO-OR_c, -CO-R_c, -NR_c-CO-NR_dR_e, -C-CO-OR_c, -NR_c-CO-R_d, -O-CO-O-R_c, O-CO-NR_dR_e, -SH, -O-R_b, -O-R_a-O-, -S-R_b, and unsubstituted alkyl, unsubstituted aryl, unsubstituted cycloalkyl, unsubstituted heterocycloalkyl, and unsubstituted heteroaryl, where R_a, R_b, R_c, R_d, and R_e are defined above.

18. A compound or pharmaceutically acceptable salt according to claim 14, wherein

R_1 is an aryl group unsubstituted or substituted with one or more substituents independently selected from the group consisting of alkyl, heteroalkyl, haloalkyl, haloaryl, halocycloalkyl, haloheterocycloalkyl, aryl, cycloalkyl, heterocycloalkyl, heteroaryl, -NO_2, -N-OH, N-OR_c, -CN, -$(CH_2)_z$-CN where z is an integer from 0 to 4, halogen, -OH, -O-R_a-O-,-OR_b, -CO-R_c, O-CO-R_c, –CO-OR_c, -O-CO-OR_c, -O-CO-O-CO-R_c, -O-OR_c, =O, =S, SO_2-R_c, -SO-R_c, -NR_dR_e, -CO-NR_dR_e, -O-CO-NR_dR_e, -NR_c-CO-NR_dR_e, -NR_c–CO-R_e, NR_c–CO-OR_e, -CO-NR_c-CO-R_d, -O-SO_2-R_c, -O-SO-R_c, -O-S-R_c, -S-CO-R_c, -SO-CO-OR_c, -SO_2-CO-OR_c, -O-SO_3, -NR_c-SR_d, -NR_c-SO-R_d, NR_c-SO_2-R_d, -CO-SR_c, -CO-SO-R_c, CO-SO_2-R_c, -CS-R_c, -CSO-R_c, -CSO_2-R_c, -NR_c–CS-R_d, -O-CS-R_c, -O-CSO-R_c, O-CSO_2-R_c, -SO_2-NR_dR_e, -SO-NR_dR_e, -S-NR_dR_e, -NR_d-CSO_2-R_d, -NR_c-CSO-R_d, NR_c-CS-R_d, -SH, -S-R_b, and –PO_2-OR_c, where R_a is selected from the group consisting of alkyl, heteroalkyl, alkenyl, aryl, heteroaryl, and alkynyl, R_b is selected from the group consisting of alkyl,

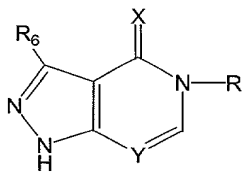
heteroalkyl, haloalkyl, alkenyl, alkynyl, -CO-R_c, -CO-OR_c, -O-CO-O-R_c, -O-CO-R_c, -NR_c-CO-R_d, -CO-NR_dR_e, -OH, Ar, heteroaryl, heterocycloalkyl, and cycloalkyl, and R_c, R_d and R_e are each independently selected from the group consisting of hydrogen, alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, -COR_f -$COOR_f$, -O-CO-O-R_f, -O-CO-R_f, -OH, Ar, heteroaryl, cycloalkyl, and heterocycloalkyl, where R_d and R_e can cyclize to form a heteroaryl or heterocycloalkyl group, and R_f is selected from the group consisting of hydrogen, alkyl, and heteroalkyl, and where any of the alkyl, heteroalkyl, alkylene, aryl, cycloalkyl, heterocycloalkyl, or heteroaryl moieties present in the above substituents may be further substituted with one or more substituents independently selected from the group consisting of NO_2,-CN, -$(CH_2)_z$-CN where z is an integer from 0 to 4, halogen, haloalkyl, haloaryl,-OH, =O, -N-OH, N-OR_c, -NR_dR_e, -CO-NR_dR_e, -CO-OR_c, -CO-R_c, -NR_c-CO-NR_dR_e, -C-CO-OR_c, -NR_c-CO-R_d, -O-CO-O-R_c, O-CO-NR_dR_e, -SH, -O-R_b, -O-R_a-O-, -S-R_b, and unsubstituted alkyl, unsubstituted aryl, unsubstituted cycloalkyl, unsubstituted heterocycloalkyl, and unsubstituted heteroaryl, where R_a, R_b, R_c, R_d, and R_e are defined above;

R_7 is hydrogen; and

R_4 is hydrogen or a cycloalkyl group unsubstituted or substituted with one or more substituents independently selected from the group consisting of alkyl, heteroalkyl, haloalkyl, haloaryl, halocycloalkyl, haloheterocycloalkyl, aryl, cycloalkyl, heterocycloalkyl, heteroaryl, -NO_2, -N-OH, N-OR_c, -CN, -$(CH_2)_z$-CN where z is an integer from 0 to 4, halogen, -OH, -O-R_a-O-, -OR_b, -CO-R_c, O-CO-R_c, –CO-OR_c, -O-CO-OR_c, -O-CO-O-CO-R_c, -O-OR_c, =O, =S, SO_2-R_c, -SO-R_c, -NR_dR_e, -CO-NR_dR_e, -O-CO-NR_dR_e, -NR_c-CO-NR_dR_e, -NR_c–CO-R_e, NR_c–CO-OR_e, -CO-NR_c-CO-R_d, -O-SO_2-R_c, -O-SO-R_c, -O-S-R_c, -S-CO-R_c, -SO-CO-OR_c, -SO_2-CO-OR_c, -O-SO_3, -NR_c-SR_d, -NR_c-SO-R_d, NR_c-SO_2-R_d, -CO-SR_c, -CO-SO-R_c, CO-SO_2-R_c, -CS-R_c, -CSO-R_c, -CSO_2-R_c, -NR_c–CS-R_d, -O-CS-R_c, -O-CSO-R_c, O-CSO_2-R_c, -SO_2-NR_dR_e, -SO-NR_dR_e, -S-NR_dR_e, -NR_d-CSO_2-R_d, -NR_c-CSO-R_d, NR_c-CS-R_d, -SH, -S-R_b, and –PO_2-OR_c, where R_a is selected from the group consisting of alkyl, heteroalkyl, alkenyl, aryl, heteroaryl, and alkynyl, R_b is selected from the group consisting of alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, -CO-R_c, -CO-OR_c, -O-CO-O-R_c, -

$O\text{-}CO\text{-}R_c$, $-NR_c\text{-}CO\text{-}R_d$, $-CO\text{-}NR_dR_e$, -OH, Ar, heteroaryl, heterocycloalkyl, and cycloalkyl, and R_c, R_d and R_e are each independently selected from the group consisting of hydrogen, alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, $-COR_f$, $-COOR_f$, $-O\text{-}CO\text{-}O\text{-}R_f$, $-O\text{-}CO\text{-}R_f$, -OH, Ar, heteroaryl, cycloalkyl, and heterocycloalkyl, where R_d and R_e can cyclize to form a heteroaryl or heterocycloalkyl group, and R_f is selected from the group consisting of hydrogen, alkyl, and heteroalkyl, and where any of the alkyl, heteroalkyl, alkylene, aryl, cycloalkyl, heterocycloalkyl, or heteroaryl moieties present in the above substituents may be further substituted with one or more substituents independently selected from the group consisting of NO_2, -CN, $-(CH_2)_z$-CN where z is an integer from 0 to 4, halogen, haloalkyl, haloaryl, -OH, =O, -N-OH, $N\text{-}OR_c$, $-NR_dR_e$, $-CO\text{-}NR_dR_e$, $-CO\text{-}OR_c$, $-CO\text{-}R_c$, $-NR_c\text{-}CO\text{-}NR_dR_e$, $-C\text{-}CO\text{-}OR_c$, $-NR_c\text{-}CO\text{-}R_d$, $-O\text{-}CO\text{-}O\text{-}R_c$, $O\text{-}CO\text{-}NR_dR_e$, -SH, $-O\text{-}R_b$, $-O\text{-}R_a\text{-}O\text{-}$, $-S\text{-}R_b$, and unsubstituted alkyl, unsubstituted aryl, unsubstituted cycloalkyl, unsubstituted heterocycloalkyl, and unsubstituted heteroaryl, where R_a, R_b, R_c, R_d, and R_e are defined above.

19. A compound represented by the formula I:



(I)

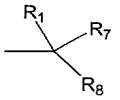
wherein:

X is O or S;

Y is CH;

R_6 is H or OH;

R is



wherein:

R_1 is hydrogen or an alkyl, alkenyl, alkynyl, alkoxy, allyloxy, aryl, heteroaryl, cycloalkyl or heterocycloalkyl group unsubstituted or substituted with one or more substituents independently selected from the group consisting of alkyl, heteroalkyl, haloalkyl, haloaryl, halocycloalkyl, haloheterocycloalkyl, aryl, cycloalkyl, heterocycloalkyl, heteroaryl, $-NO_2$, -N-OH, N-OR_c, -CN, -$(CH_2)_z$-CN where z is an integer from 0 to 4, halogen, -OH, -O-R_a-O-, -OR_b, -CO-R_c, O-CO-R_c, –CO-OR_c, -O-CO-OR_c, -O-CO-O-CO-R_c, -O-OR_c, =O, =S, SO_2-R_c, -SO-R_c, -NR_dR_e, -CO-NR_dR_e, -O-CO-NR_dR_e, -NR_c-CO-NR_dR_e, -NR_c–CO-R_e, NR_c–CO-OR_e, -CO-NR_c-CO-R_d, -O-SO_2-R_c, -O-SO-R_c, -O-S-R_c, -S-CO-R_c, -SO-CO-OR_c, -SO_2-CO-OR_c, -O-SO_3, -NR_c-SR_d, -NR_c-SO-R_d, NR_c-SO_2-R_d, -CO-SR_c, -CO-SO-R_c, CO-SO_2-R_c, -CS-R_c, -CSO-R_c, -CSO_2-R_c, -NR_c–CS-R_d, -O-CS-R_c, -O-CSO-R_c, O-CSO_2-R_c, -SO_2-NR_dR_e, -SO-NR_dR_e, -S-NR_dR_e, -NR_d-CSO_2-R_d, -NR_c-CSO-R_d, NR_c-CS-R_d, -SH, -S-R_b, and –PO_2-OR_c, where R_a is selected from the group consisting of alkyl, heteroalkyl, alkenyl, aryl, heteroaryl, and alkynyl, R_b is selected from the group consisting of alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, -CO-R_c, -CO-OR_c, -O-CO-O-R_c, -O-CO-R_c, -NR_c-CO-R_d, -CO-NR_dR_e, -OH, Ar, heteroaryl, heterocycloalkyl, and cycloalkyl, and R_c, R_d and R_e are each independently selected from the group consisting of hydrogen, alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, -COR_f, -$COOR_f$, -O-CO-O-R_f, -O-CO-R_f, -OH, Ar, heteroaryl, cycloalkyl, and heterocycloalkyl, where R_d and R_e can cyclize to form a heteroaryl or heterocycloalkyl group, and R_f is selected from the group consisting of hydrogen, alkyl, and heteroalkyl, and where any of the alkyl, heteroalkyl, alkylene, aryl, cycloalkyl, heterocycloalkyl, or heteroaryl moieties present in the above substituents may be further substituted with one or

more substituents independently selected from the group consisting of NO_2, -CN, $-(CH_2)_z$-CN where z is an integer from 0 to 4, halogen, haloalkyl, haloaryl, -OH, =O, -N-OH, N-OR_c, $-NR_dR_e$, -CO-NR_dR_e, -CO-OR_c, -CO-R_c, $-NR_c$-CO-NR_dR_e, -C-CO-OR_c, $-NR_c$-CO-R_d, -O-CO-O-R_c, O-CO-NR_dR_e, -SH, -O-R_b, -O-R_a-O-, -S-R_b, and unsubstituted alkyl, unsubstituted aryl, unsubstituted cycloalkyl, unsubstituted heterocycloalkyl, and unsubstituted heteroaryl, where R_a, R_b, R_c, R_d, and R_e are defined above;

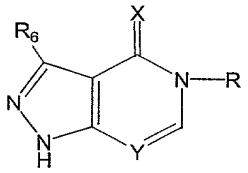
R_7 is hydrogen or a C_1-C_3 alkyl, hydroxy or C_1-C_3 alkoxy group; and

R_8 is hydrogen or an alkyl, alkenyl, alkoxy, allyloxy, aryl, heteroaryl, cycloalkyl or heterocycloalkyl group unsubstituted or substituted with one or more substituents independently selected from the group consisting of alkyl, heteroalkyl, haloalkyl, haloaryl, halocycloalkyl, haloheterocycloalkyl, aryl, cycloalkyl, heterocycloalkyl, heteroaryl, -NO_2, -N-OH, N-OR_c, -CN, $-(CH_2)_z$-CN where z is an integer from 0 to 4, halogen, -OH, -O-R_a-O-, -OR_b, -CO-R_c, O-CO-R_c, –CO-OR_c, -O-CO-OR_c, -O-CO-O-CO-R_c, -O-OR_c, =O, =S, SO_2-R_c, -SO-R_c, -NR_dR_e, -CO-NR_dR_e, -O-CO-NR_dR_e, $-NR_c$-CO-NR_dR_e, $-NR_c$–CO-R_e, NR_c–CO-OR_e, -CO-NR_c-CO-R_d, -O-SO_2-R_c, -O-SO-R_c, -O-S-R_c, -S-CO-R_c, -SO-CO-OR_c, -SO_2-CO-OR_c, -O-SO_3, $-NR_c$-SR_d, $-NR_c$-SO-R_d, NR_c-SO_2-R_d, -CO-SR_c, -CO-SO-R_c, CO-SO_2-R_c, -CS-R_c, -CSO-R_c, -CSO_2-R_c, $-NR_c$–CS-R_d, -O-CS-R_c, -O-CSO-R_c, O-CSO_2-R_c, -SO_2-NR_dR_e, -SO-NR_dR_e, -S-NR_dR_e, $-NR_d$-CSO_2-R_d, $-NR_c$-CSO-R_d, NR_c-CS-R_d, -SH, -S-R_b, and –PO_2-OR_c, where alkyl, heteroalkyl, alkenyl, and alkynyl, R_b is selected from the group consisting of alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, -CO-R_c, -CO-OR_c, -O-CO-O-R_c, -O-CO-R_c, $-NR_c$-CO-R_d, -CO-NR_dR_e, -OH, Ar, heteroaryl, heterocycloalkyl, and cycloalkyl, and R_c, R_d and R_e are each independently

selected from the group consisting of hydrogen, alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, -COR_f, -$COOR_f$, -O-CO-O-R_f, -O-CO-R_f, -OH, Ar, heteroaryl, cycloalkyl, and heterocycloalkyl, where R_d and R_e can cyclize to form a heteroaryl or heterocycloalkyl group, and R_f is selected from the group consisting of hydrogen, alkyl, and heteroalkyl, and where any of the alkyl, heteroalkyl, alkylene, aryl, cycloalkyl, heterocycloalkyl, or heteroaryl moieties present in the above substituents may be further substituted with one or more substituents independently selected from the group consisting of NO_2, -CN, -$(CH_2)_z$-CN where z is an integer from 0 to 4, halogen, haloalkyl, haloaryl, -OH, =O, -N-OH, N-OR_c, -NR_dR_e, -CO-NR_dR_e, -CO-OR_c, -CO-R_c, -NR_c-CO-NR_dR_e, -C-CO-OR_c, -NR_c-CO-R_d, -O-CO-O-R_c, O-CO-NR_dR_e, -SH, -O-R_b, -O-R_a-O-, -S-R_b, and unsubstituted alkyl, unsubstituted aryl, unsubstituted cycloalkyl, unsubstituted heterocycloalkyl, and unsubstituted heteroaryl, where R_a, R_b, R_c, R_d, and R_e are defined above;

or a pharmaceutically acceptable salt, a pharmaceutically acceptable prodrug, or a pharmaceutically active metabolite of said compound, or a pharmaceutically acceptable salt of said metabolite.

20. A compound represented by the formula I:



(I)

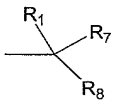
wherein:

X is O or S;

Y is N;

R_6 is OH;

R is



wherein:

R_1 is hydrogen or an alkyl, alkenyl, alkynyl, alkoxy, allyloxy, aryl, heteroaryl, cycloalkyl or heterocycloalkyl group unsubstituted or substituted with one or more substituents independently selected from the group consisting of alkyl, heteroalkyl, haloalkyl, haloaryl, halocycloalkyl, haloheterocycloalkyl, aryl, cycloalkyl, heterocycloalkyl, heteroaryl, $-NO_2$, -N-OH, $N-OR_c$, -CN, $-(CH_2)_z$-CN where z is an integer from 0 to 4, halogen, -OH, $-O-R_a-O-$, $-OR_b$, $-CO-R_c$, $O-CO-R_c$, $-CO-OR_c$, $-O-CO-OR_c$, $-O-CO-O-CO-R_c$, $-O-OR_c$, =O, =S, SO_2-R_c, $-SO-R_c$, $-NR_dR_e$, $-CO-NR_dR_e$, $-O-CO-NR_dR_e$, $-NR_c-CO-NR_dR_e$, $-NR_c-CO-R_e$, $NR_c-CO-OR_e$, $-CO-NR_c-CO-R_d$, $-O-SO_2-R_c$, $-O-SO-R_c$, $-O-S-R_c$, $-S-CO-R_c$, $-SO-CO-OR_c$, $-SO_2-CO-OR_c$, $-O-SO_3$, $-NR_c-SR_d$, $-NR_c-SO-R_d$, $NR_c-SO_2-R_d$, $-CO-SR_c$, $-CO-SO-R_c$, $CO-SO_2-R_c$, $-CS-R_c$, $-CSO-R_c$, $-CSO_2-R_c$, $-NR_c-CS-R_d$, $-O-CS-R_c$, $O-CSO-R_c$, $O-CSO_2-R_c$, $-SO_2-NR_dR_e$, $-SO-NR_dR_e$, $-S-NR_dR_e$, $-NR_d-CSO_2-R_d$, $-NR_c-CSO-R_d$, NR_c-CS-R_d, -SH, $-S-R_b$, and $-PO_2-OR_c$, where R_a is selected from the group consisting of alkyl, heteroalkyl, alkenyl, aryl, heteroaryl, and alkynyl, R_b is selected from the group consisting of alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, $-CO-R_c$, $-CO-OR_c$, $-O-CO-O-R_c$, $-O-CO-R_c$, $-NR_c-CO-R_d$, $-CO-NR_dR_e$, -OH, Ar, heteroaryl, heterocycloalkyl, and cycloalkyl, and R_c, R_d and R_e are each independently selected from the group consisting of hydrogen, alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, $-COR_f$, $-COOR_f$, $-O-CO-O-R_f$, $-O-CO-R_f$, -OH, Ar, heteroaryl, cycloalkyl, and heterocycloalkyl, where R_d and R_e can cyclize to form a heteroaryl or heterocycloalkyl

group, and R_f is selected from the group consisting of hydrogen, alkyl, and heteroalkyl, and where any of the alkyl, heteroalkyl, alkylene, aryl, cycloalkyl, heterocycloalkyl, or heteroaryl moieties present in the above substituents may be further substituted with one or more substituents independently selected from the group consisting of NO_2, -CN, $-(CH_2)_z$-CN where z is an integer from 0 to 4, halogen, haloalkyl, haloaryl, -OH, =O, -N-OH, N-OR_c, $-NR_dR_e$, -CO-NR_dR_e, -CO-OR_c, -CO-R_c, $-NR_c$-CO-NR_dR_e, -C-CO-OR_c, $-NR_c$-CO-R_d, -O-CO-O-R_c, O-CO-NR_dR_e, -SH, -O-R_b, -O-R_a-O-, -S-R_b, and unsubstituted alkyl, unsubstituted aryl, unsubstituted cycloalkyl, unsubstituted heterocycloalkyl, and unsubstituted heteroaryl, where R_a, R_b, R_c, R_d, and R_e are defined above;

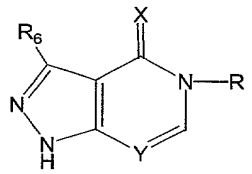
R_7 is hydrogen or a C_1-C_3 alkyl, hydroxy or C_1-C_3 alkoxy group; and

R_8 is hydrogen or an alkyl, alkenyl, alkoxy, allyloxy, aryl, heteroaryl, cycloalkyl or heterocycloalkyl group unsubstituted or substituted with one or more substituents independently selected from the group consisting of alkyl, heteroalkyl, haloalkyl, haloaryl, halocycloalkyl, haloheterocycloalkyl, aryl, cycloalkyl, heterocycloalkyl, heteroaryl, $-NO_2$, -N-OH, N-OR_c, -CN, $-(CH_2)_z$-CN where z is an integer from 0 to 4, halogen, -OH, $-O-R_a-O-$, $-OR_b$, -CO-R_c, O-CO-R_c, –CO-OR_c, -O-CO-OR_c, -O-CO-O-CO-R_c, -O-OR_c, =O, =S, SO_2-R_c, -SO-R_c, -NR_dR_e, -CO-NR_dR_e, -O-CO-NR_dR_e, $-NR_c$-CO-NR_dR_e, -NR_c–CO-R_e, NR_c–CO-OR_e, -CO-NR_c-CO-R_d, -O-SO_2-R_c, -O-SO-R_c, -O-S-R_c, -S-CO-R_c, -SO-CO-OR_c, -SO_2-CO-OR_c, -O-SO_3, $-NR_c$-SR_d, $-NR_c$-SO-R_d, NR_c-SO_2-R_d, -CO-SR_c, -CO-SO-R_c, CO-SO_2-R_c, -CS-R_c, -CSO-R_c, -CSO_2-R_c, -NR_c–CS-R_d, -O-CS-R_c, -O-CSO-R_c, O-CSO_2-R_c, -SO_2-NR_dR_e, -SO-NR_dR_e, -S-NR_dR_e, $-NR_d$-CSO_2-R_d, $-NR_c$-CSO-R_d, NR_c-CS-R_d, -SH, -S-R_b, and $–PO_2$-OR_c, where alkyl,

heteroalkyl, alkenyl, and alkynyl, R_b is selected from the group consisting of alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, -CO-R_c, -CO-OR_c, -O-CO-O-R_c, -O-CO-R_c, -NR_c-CO-R_d, -CO-NR_dR_e, -OH, Ar, heteroaryl, heterocycloalkyl, and cycloalkyl, and R_c, R_d and R_e are each independently selected from the group consisting of hydrogen, alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, -COR_f, -$COOR_f$, -O-CO-O-R_f, -O-CO-R_f, -OH, Ar, heteroaryl, cycloalkyl, and heterocycloalkyl, where R_d and R_e can cyclize to form a heteroaryl or heterocycloalkyl group, and R_f is selected from the group consisting of hydrogen, alkyl, and heteroalkyl, and where any of the alkyl, heteroalkyl, alkylene, aryl, cycloalkyl, heterocycloalkyl, or heteroaryl moieties present in the above substituents may be further substituted with one or more substituents independently selected from the group consisting of NO_2, -CN, -$(CH_2)_z$-CN where z is an integer from 0 to 4, halogen, haloalkyl, haloaryl, -OH, =O, -N-OH, N-OR_c, -NR_dR_e, -CO-NR_dR_e, -CO-OR_c, -CO-R_c, -NR_c-CO-NR_dR_e, -C-CO-OR_c, -NR_c-CO-R_d, -O-CO-O-R_c, O-CO-NR_dR_e, -SH, -O-R_b, -O-R_a-O-, -S-R_b, and unsubstituted alkyl, unsubstituted aryl, unsubstituted cycloalkyl, unsubstituted heterocycloalkyl, and unsubstituted heteroaryl, where R_a, R_b, R_c, R_d, and R_e are defined above;

or a pharmaceutically acceptable salt, a pharmaceutically acceptable prodrug, or a pharmaceutically active metabolite of said compound, or a pharmaceutically acceptable salt of said metabolite.

21. A compound represented by the formula I:



(I)

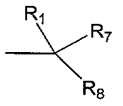
wherein:

X is S;

Y is N;

R_6 is H or OH;

R is



wherein:

R_1 is an alkyl, alkenyl, alkynyl, alkoxy, allyloxy, aryl, heteroaryl, cycloalkyl or heterocycloalkyl group unsubstituted or substituted with one or more substituents independently selected from the group consisting of alkyl, heteroalkyl, haloalkyl, haloaryl, halocycloalkyl, haloheterocycloalkyl, aryl, cycloalkyl, heterocycloalkyl, heteroaryl, $-NO_2$, -N-OH, N-OR_c, -CN, $-(CH_2)_z$-CN where z is an integer from 0 to 4, halogen, -OH, -O-R_a-O-, -OR_b, -CO-R_c, O-CO-R_c, –CO-OR_c, -O-CO-OR_c, -O-CO-O-CO-R_c, -O-OR_c, =O, =S, SO_2-R_c, -SO-R_c, -NR_dR_e, -CO-NR_dR_e, -O-CO-NR_dR_e, -NR_c-CO-NR_dR_e, -NR_c–CO-R_e, NR_c–CO-OR_e, -CO-NR_c-CO-R_d, -O-SO_2-R_c, -O-SO-R_c, -O-S-R_c, -S-CO-R_c, -SO-CO-OR_c, -SO_2-CO-OR_c, -O-SO_3, -NR_c-SR_d, -NR_c-SO-R_d, NR_c-SO_2-R_d, -CO-SR_c, -CO-SO-R_c, CO-SO_2-R_c, -CS-R_c, -CSO-R_c, -CSO_2-R_c, -NR_c–CS-R_d, -O-CS-R_c, -O-CSO-R_c, O-CSO_2-R_c, -SO_2-NR_dR_e, -SO-NR_dR_e, -S-NR_dR_e, -NR_d-CSO_2-R_d, -NR_c-CSO-R_d, NR_c-CS-R_d, -SH, -S-R_b, and –PO_2-OR_c, where R_a is selected from the group consisting of alkyl, heteroalkyl, alkenyl, aryl, heteroaryl, and alkynyl, R_b is selected from the group consisting of alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, -CO-R_c, -CO-OR_c, -O-CO-O-R_c, -O-CO-R_c, -NR_c-CO-R_d, -CO-NR_dR_e, -OH, Ar, heteroaryl, heterocycloalkyl, and cycloalkyl, and R_c, R_d and R_e are each independently selected from the group consisting of hydrogen, alkyl,

heteroalkyl, haloalkyl, alkenyl, alkynyl, -COR_f, -$COOR_f$, -O-CO-O-R_f, -O-CO-R_f, -OH, Ar, heteroaryl, cycloalkyl, and heteroycloalkyl, where R_d and R_e can cyclize to form a heteroaryl or heterocycloalkyl group, and R_f is selected from the group consisting of hydrogen, alkyl, and heteroalkyl, and where any of the alkyl, heteroalkyl, alkylene, aryl, cycloalkyl, heterocycloalkyl, or heteroaryl moieties present in the above substituents may be further substituted with one or more substituents independently selected from the group consisting of NO_2, -CN, -$(CH_2)_z$-CN where z is an integer from 0 to 4, halogen, haloalkyl, haloaryl, -OH, =O, -N-OH, N-OR_c, -NR_dR_e, -CO-NR_dR_e, -CO-OR_c, -CO-R_c, -NR_c-CO-NR_dR_e, -C-CO-OR_c, -NR_c-CO-R_d, -O-CO-O-R_c, O-CO-NR_dR_e, -SH, -O-R_b, -O-R_a-O-, -S-R_b, and unsubstituted alkyl, unsubstituted aryl, unsubstituted cycloalkyl, unsubstituted heterocycloalkyl, and unsubstituted heteroaryl, where R_a, R_b, R_c, R_d, and R_e are defined above;

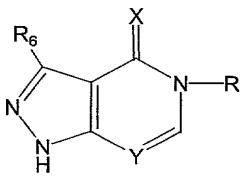
R_7 is hydrogen or a C_1-C_3 alkyl, hydroxy or C_1-C_3 alkoxy group; and

R_8 is hydrogen or an alkyl, alkenyl, alkoxy, allyloxy, aryl, heteroaryl, cycloalkyl or heterocycloalkyl group unsubstituted or substituted with one or more substituents independently selected from the group consisting of alkyl, heteroalkyl, haloalkyl, haloaryl, halocycloalkyl, haloheterocycloalkyl, aryl, cycloalkyl, heterocycloalkyl, heteroaryl, -NO_2, -N-OH, N-OR_c, -CN, -$(CH_2)_z$-CN where z is an integer from 0 to 4, halogen, -OH, -O-R_a-O-, -OR_b, -CO-R_c, O-CO-R_c, –CO-OR_c, -O-CO-OR_c, -O-CO-O-CO-R_c, -O-OR_c, =O, =S, SO_2-R_c, -SO-R_c, -NR_dR_e, -CO-NR_dR_e, -O-CO-NR_dR_e, -NR_c-CO-NR_dR_e, -NR_c–CO-R_e, NR_c–CO-OR_e, -CO-NR_c-CO-R_d, -O-SO_2-R_c, -O-SO-R_c, -O-S-R_c, -S-CO-R_c, -SO-CO-OR_c, -SO_2-CO-OR_c, -O-SO_3, -NR_c-SR_d, -NR_c-SO-R_d, NR_c-SO_2-R_d, -CO-SR_c, -

$CO\text{-}SO\text{-}R_c$, $CO\text{-}SO_2\text{-}R_c$, $-CS\text{-}R_c$, $-CSO\text{-}R_c$, $-CSO_2\text{-}R_c$, $-NR_c\text{–}CS\text{-}R_d$, $-O\text{-}CS\text{-}R_c$, $-O\text{-}CSO\text{-}R_c$, $O\text{-}CSO_2\text{-}R_c$, $-SO_2\text{-}NR_dR_e$, $-SO\text{-}NR_dR_e$, $-S\text{-}NR_dR_e$, $-NR_d\text{-}CSO_2\text{-}R_d$, $-NR_c\text{-}CSO\text{-}R_d$, $NR_c\text{-}CS\text{-}R_d$, -SH, $-S\text{-}R_b$, and $-PO_2\text{-}OR_c$, where alkyl, heteroalkyl, alkenyl, and alkynyl, R_b is selected from the group consisting of alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, $-CO\text{-}R_c$, $-CO\text{-}OR_c$, $-O\text{-}CO\text{-}O\text{-}R_c$, $-O\text{-}CO\text{-}R_c$, $-NR_c\text{-}CO\text{-}R_d$, $-CO\text{-}NR_dR_e$, -OH, Ar, heteroaryl, heterocycloalkyl, and cycloalkyl, and R_c, R_d and R_e are each independently selected from the group consisting of hydrogen, alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, $-COR_f$, $-COOR_f$, $-O\text{-}CO\text{-}O\text{-}R_f$, $-O\text{-}CO\text{-}R_f$, -OH, Ar, heteroaryl, cycloalkyl, and heterocycloalkyl, where R_d and R_e can cyclize to form a heteroaryl or heterocycloalkyl group, and R_f is selected from the group consisting of hydrogen, alkyl, and heteroalkyl, and where any of the alkyl, heteroalkyl, alkylene, aryl, cycloalkyl, heterocycloalkyl, or heteroaryl moieties present in the above substituents may be further substituted with one or more substituents independently selected from the group consisting of NO_2, -CN, $-(CH_2)_z\text{-}CN$ where z is an integer from 0 to 4, halogen, haloalkyl, haloaryl, -OH, =O, -N-OH, $N\text{-}OR_c$, $-NR_dR_e$, $-CO\text{-}NR_dR_e$, $-CO\text{-}OR_c$, $-CO\text{-}R_c$, $-NR_c\text{-}CO\text{-}NR_dR_e$, $-C\text{-}CO\text{-}OR_c$, $-NR_c\text{-}CO\text{-}R_d$, $-O\text{-}CO\text{-}O\text{-}R_c$, $O\text{-}CO\text{-}NR_dR_e$, -SH, $-O\text{-}R_b$, $-O\text{-}R_a\text{-}O\text{-}$, $-S\text{-}R_b$, and unsubstituted alkyl, unsubstituted aryl, unsubstituted cycloalkyl, unsubstituted heterocycloalkyl, and unsubstituted heteroaryl, where R_a, R_b, R_c, R_d, and R_e are defined above;

or a pharmaceutically acceptable salt, a pharmaceutically acceptable prodrug, or a pharmaceutically active metabolite of said compound, or a pharmaceutically acceptable salt of said metabolite.

22. A compound represented by the formula I:



(I)

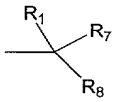
wherein:

X is O;

Y is N;

R_6 is H;

R is



wherein:

R_1 is an alkyl, alkenyl, alkynyl, alkoxy, allyloxy, aryl, heteroaryl, cycloalkyl or heterocycloalkyl group unsubstituted or substituted with one or more substituents independently selected from the group consisting of alkyl, heteroalkyl, haloalkyl, haloaryl, halocycloalkyl, haloheterocycloalkyl, aryl, cycloalkyl, heterocycloalkyl, heteroaryl, $-NO_2$, -N-OH, $N-OR_c$, -CN, $-(CH_2)_z$-CN where z is an integer from 0 to 4, halogen, -OH, $-O-R_a-O-$, $-OR_b$, $-CO-R_c$, $O-CO-R_c$, $-CO-OR_c$, $-O-CO-OR_c$, $-O-CO-O-CO-R_c$, $-O-OR_c$, =O, =S, SO_2-R_c, $-SO-R_c$, $-NR_dR_e$, $-CO-NR_dR_e$, $-O-CO-NR_dR_e$, $-NR_c-CO-NR_dR_e$, $-NR_c-CO-R_e$, $NR_c-CO-OR_e$, $-CO-NR_c-CO-R_d$, $-O-SO_2-R_c$, $-O-SO-R_c$, $-O-S-R_c$, $-S-CO-R_c$, $-SO-CO-OR_c$, $-SO_2-CO-OR_c$, $-O-SO_3$, $-NR_c-SR_d$, $-NR_c-SO-R_d$, $NR_c-SO_2-R_d$, $-CO-SR_c$, $-CO-SO-R_c$, $CO-SO_2-R_c$, $-CS-R_c$, $-CSO-R_c$, $-CSO_2-R_c$, $-NR_c-CS-R_d$, $-O-CS-R_c$, $-O-CSO-R_c$, $O-CSO_2-R_c$, $-SO_2-NR_dR_e$, $-SO-NR_dR_e$, $-S-NR_dR_e$, $-NR_d-CSO_2-R_d$, $-NR_c-CSO-R_d$, NR_c-CS-R_d, -SH, $-S-R_b$, and $-PO_2-OR_c$, where R_a is selected from the group consisting of alkyl, heteroalkyl, alkenyl, aryl, heteroaryl, and alkynyl, R_b is selected from the group consisting of

alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, -CO-R_c, -CO-OR_c, -O-CO-O-R_c, -O-CO-R_c, -NR_c-CO-R_d, -CO-NR_dR_e, -OH, Ar, heteroaryl, heterocycloalkyl, and cycloalkyl, and R_c, R_d and R_e are each independently selected from the group consisting of hydrogen, alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, -COR_f, -$COOR_f$, -O-CO-O-R_f, -O-CO-R_f, -OH, Ar, heteroaryl, cycloalkyl, and heterocycloalkyl, where R_d and R_e can cyclize to form a heteroaryl or heterocycloalkyl group, and R_f is selected from the group consisting of hydrogen, alkyl, and heteroalkyl, and where any of the alkyl, heteroalkyl, alkylene, aryl, cycloalkyl, heterocycloalkyl, or heteroaryl moieties present in the above substituents may be further substituted with one or more substituents independently selected from the group consisting of NO_2, -CN, -$(CH_2)_z$-CN where z is an integer from 0 to 4, halogen, haloalkyl, haloaryl, -OH, =O, -N-OH, N-OR_c, -NR_dR_e, -CO-NR_dR_e, -CO-OR_c, -CO-R_c, -NR_c-CO-NR_dR_e, -C-CO-OR_c, -NR_c-CO-R_d, -O-CO-O-R_c, O-CO-NR_dR_e, -SH, -O-R_b, -O-R_a-O-, -S-R_b, and unsubstituted alkyl, unsubstituted aryl, unsubstituted cycloalkyl, unsubstituted heterocycloalkyl, and unsubstituted heteroaryl, where R_a, R_b, R_c, R_d, and R_e are defined above;

R_7 is hydrogen or a C_1-C_3 alkyl, hydroxy or C_1-C_3 alkoxy group; and

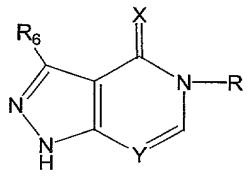
R_8 is an alkenyl, alkoxy, allyloxy, aryl, heteroaryl, cycloalkyl or heterocycloalkyl group unsubstituted or substituted with one or more substituents independently selected from the group consisting of alkyl, heteroalkyl, haloalkyl, haloaryl, halocycloalkyl, haloheterocycloalkyl, aryl, cycloalkyl, heterocycloalkyl, heteroaryl, -NO_2, -N-OH, N-OR_c, -CN, -$(CH_2)_z$-CN where z is an integer from 0 to 4, halogen, -OH, -O-R_a-O-, -OR_b, -CO-R_c, O-CO-R_c, –CO-OR_c, -O-CO-OR_c, -O-CO-O-CO-R_c, -O-OR_c, =O, =S,

SO_2-R_c, -SO-R_c, -NR_dR_e, -CO-NR_dR_e, -O-CO-NR_dR_e, -NR_c-CO-NR_dR_e, -NR_c–CO-R_e, NR_c–CO-OR_e, -CO-NR_c-CO-R_d, -O-SO_2-R_c, -O-SO-R_c, -O-S-R_c, -S-CO-R_c, -SO-CO-OR_c, -SO_2-CO-OR_c, -O-SO_3, -NR_c-SR_d, -NR_c-SO-R_d, NR_c-SO_2-R_d, -CO-SR_c, -CO-SO-R_c, CO-SO_2-R_c, -CS-R_c, -CSO-R_c, -CSO_2-R_c, -NR_c–CS-R_d, -O-CS-R_c, -O-CSO-R_c, O-CSO_2-R_c, -SO_2-NR_dR_e, -SO-NR_dR_e, -S-NR_dR_e, -NR_d-CSO_2-R_d, -NR_c-CSO-R_d, NR_c-CS-R_d, -SH, -S-R_b, and –PO_2-OR_c, where alkyl, heteroalkyl, alkenyl, and alkynyl, R_b is selected from the group consisting of alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, -CO-R_c, -CO-OR_c, -O-CO-O-R_c, -O-CO-R_c, -NR_c-CO-R_d, -CO-NR_dR_e, -OH, Ar, heteroaryl, heterocycloalkyl, and cycloalkyl, and R_c, R_d and R_e are each independently selected from the group consisting of hydrogen, alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, -COR_f, -$COOR_f$, -O-CO-O-R_f, -O-CO-R_f, -OH, Ar, heteroaryl, cycloalkyl, and heterocycloalkyl, where R_d and R_e can cyclize to form a heteroaryl or heterocycloalkyl group, and R_f is selected from the group consisting of hydrogen, alkyl, and heteroalkyl, and where any of the alkyl, heteroalkyl, alkylene, aryl, cycloalkyl, heterocycloalkyl, or heteroaryl moieties present in the above substituents may be further substituted with one or more substituents independently selected from the group consisting of NO_2, -CN, -$(CH_2)_z$-CN where z is an integer from 0 to 4, halogen, haloalkyl, haloaryl, -OH, =O, -N-OH, N-OR_c, -NR_dR_e, -CO-NR_dR_e, -CO-OR_c, -CO-R_c, -NR_c-CO-NR_dR_e, -C-CO-OR_c, -NR_c-CO-R_d, -O-CO-O-R_c, O-CO-NR_dR_e, -SH, -O-R_b, -O-R_a-O-, -S-R_b, and unsubstituted alkyl, unsubstituted aryl, unsubstituted cycloalkyl, unsubstituted heterocycloalkyl, and unsubstituted heteroaryl, where R_a, R_b, R_c, R_d, and R_e are defined above;

or a pharmaceutically acceptable salt, a pharmaceutically acceptable prodrug, or a pharmaceutically active metabolite of said compound, or a

pharmaceutically acceptable salt of said metabolite.

23. A compound represented by the formula I:



(I)

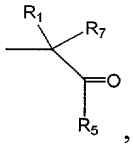
wherein:

X is O or S;

Y is N or CH;

R_6 is H or OH; and

R is



,

wherein:

R_1 is hydrogen or an alkyl, alkenyl, alkynyl, alkoxy, allyloxy, aryl, heteroaryl, cycloalkyl or heterocycloalkyl group unsubstituted or substituted with one or more substituents independently selected from the group consisting of alkyl, heteroalkyl, haloalkyl, haloaryl, halocycloalkyl, haloheterocycloalkyl, aryl, cycloalkyl, heterocycloalkyl, heteroaryl, $-NO_2$, -N-OH, N-OR_c, -CN, -$(CH_2)_z$-CN where z is an integer from 0 to 4, halogen, -OH, -O-R_a-O-, -OR_b, -CO-R_c, O-CO-R_c, –CO-OR_c, -O-CO-OR_c, -O-CO-O-CO-R_c, -O-OR_c, =O, =S, SO_2-R_c, -SO-R_c, -NR_dR_e, -CO-NR_dR_e, -O-CO-NR_dR_e, -NR_c-CO-NR_dR_e, -NR_c–CO-R_e, NR_c–CO-OR_e, -CO-NR_c-CO-R_d, -O-SO_2-R_c, -O-SO-R_c, -O-S-R_c, -S-CO-R_c, -SO-CO-OR_c, -SO_2-CO-OR_c, -O-SO_3, -NR_c-SR_d, -NR_c-SO-R_d, NR_c-SO_2-R_d, -CO-SR_c, -CO-SO-R_c, CO-SO_2-R_c, -CS-R_c, -CSO-R_c, -CSO_2-R_c, -NR_c–CS-R_d, -O-CS-R_c, -O-CSO-R_c, O-CSO_2-R_c, -SO_2-NR_dR_e, -SO-NR_dR_e, -S-NR_dR_e, -NR_d-CSO_2-R_d, -NR_c-CSO-R_d, NR_c-CS-R_d, -SH, -S-R_b, and –PO_2-OR_c, where R_a is

selected from the group consisting of alkyl, heteroalkyl, alkenyl, aryl, heteroaryl, and alkynyl, R_b is selected from the group consisting of alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, -CO-R_c, -CO-OR_c, -O-CO-O-R_c, -O-CO-R_c, -NR_c-CO-R_d, -CO-NR_dR_e, -OH, Ar, heteroaryl, heterocycloalkyl, and cycloalkyl, and R_c, R_d and R_e are each independently selected from the group consisting of hydrogen, alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, -COR_f, -$COOR_f$, -O-CO-O-R_f, -O-CO-R_f, -OH, Ar, heteroaryl, cycloalkyl, and heterocycloalkyl, where R_d and R_e can cyclize to form a heteroaryl or heterocycloalkyl group, and R_f is selected from the group consisting of hydrogen, alkyl, and heteroalkyl, and where any of the alkyl, heteroalkyl, alkylene, aryl, cycloalkyl, heterocycloalkyl, or heteroaryl moieties present in the above substituents may be further substituted with one or more substituents independently selected from the group consisting of NO_2, -CN, -$(CH_2)_z$-CN where z is an integer from 0 to 4, halogen, haloalkyl, haloaryl, -OH, =O, -N-OH, N-OR_c, -NR_dR_e, -CO-NR_dR_e, -CO-OR_c, -CO-R_c, -NR_c-CO-NR_dR_e, -C-CO-OR_c, -NR_c-CO-R_d, -O-CO-O-R_c, O-CO-NR_dR_e, -SH, -O-R_b, -O-R_a-O-, -S-R_b, and unsubstituted alkyl, unsubstituted aryl, unsubstituted cycloalkyl, unsubstituted heterocycloalkyl, and unsubstituted heteroaryl, where R_a, R_b, R_c, R_d, and R_e are defined above;

R_5 is hydrogen or an alkyl, alkenyl, alkynyl, cycloalkyl, heterocycloalkyl, aryl or heteroaryl group unsubstituted or substituted with one or more substituents independently selected from the group consisting of alkyl, heteroalkyl, haloalkyl, haloaryl, halocycloalkyl, haloheterocycloalkyl, aryl, cycloalkyl, heterocycloalkyl, heteroaryl, -NO_2, -N-OH, N-OR_c, -CN, -$(CH_2)_z$-CN where z is an integer from 0 to 4, halogen, -OH, -O-R_a-O-, -OR_b, -CO-R_c, O-CO-R_c, –CO-OR_c, -O-CO-OR_c, -O-CO-O-CO-

R_c, -O-OR_c, =O, =S, SO_2-R_c, -SO-R_c, -NR_dR_e, -CO-NR_dR_e, -O-CO-NR_dR_e, -NR_c-CO-NR_dR_e, -NR_c–CO-R_e, NR_c–CO-OR_e, -CO-NR_c-CO-R_d, -O-SO_2-R_c, -O-SO-R_c, -O-S-R_c, -S-CO-R_c, -SO-CO-OR_c, -SO_2-CO-OR_c, -O-SO_3, -NR_c-SR_d, -NR_c-SO-R_d, NR_c-SO_2-R_d, -CO-SR_c, -CO-SO-R_c, CO-SO_2-R_c, -CS-R_c, -CSO-R_c, -CSO_2-R_c, -NR_c–CS-R_d, -O-CS-R_c, -O-CSO-R_c, O-CSO_2-R_c, -SO_2-NR_dR_e, -SO-NR_dR_e, -S-NR_dR_e, -NR_d-CSO_2-R_d, -NR_c-CSO-R_d, NR_c-CS-R_d, -SH, -S-R_b, and –PO_2-OR_c, where R_a is selected from the group consisting of alkyl, heteroalkyl, alkenyl, aryl, heteroaryl, and alkynyl, R_b is selected from the group consisting of alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, -CO-R_c, -CO-OR_c, -O-CO-O-R_c, -O-CO-R_c, -NR_c-CO-R_d, -CO-NR_dR_e, -OH, Ar, heteroaryl, heterocycloalkyl, and cycloalkyl, and R_c, R_d and R_e are each independently selected from the group consisting of hydrogen, alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, -COR_f, -$COOR_f$, -O-CO-O-R_f, -O-CO-R_f, -OH, Ar, heteroaryl, cycloalkyl, and heterocycloalkyl, where R_d and R_e can cyclize to form a heteroaryl or heterocycloalkyl group, and R_f is selected from the group consisting of hydrogen, alkyl, and heteroalkyl, and where any of the alkyl, heteroalkyl, alkylene, aryl, cycloalkyl, heterocycloalkyl, or heteroaryl moieties present in the above substituents may be further substituted with one or more substituents independently selected from the group consisting of NO_2, -CN, -$(CH_2)_z$-CN where z is an integer from 0 to 4, halogen, haloalkyl, haloaryl, -OH, =O, -N-OH, N-OR_c, -NR_dR_e, -CO-NR_dR_e, -CO-OR_c, -CO-R_c, -NR_c-CO-NR_dR_e, -C-CO-OR_c, -NR_c-CO-R_d, -O-CO-O-R_c, O-CO-NR_dR_e, -SH, -O-R_b, -O-R_a-O-, -S-R_b, and unsubstituted alkyl, unsubstituted aryl, unsubstituted cycloalkyl, unsubstituted heterocycloalkyl, and unsubstituted heteroaryl, where R_a, R_b, R_c, R_d, and R_e are defined above; and

R_7 is hydrogen or a C_1-C_3 alkyl, hydroxy or C_1-C_3 alkoxy group;

or a pharmaceutically acceptable salt, a pharmaceutically acceptable prodrug, or a pharmaceutically active metabolite of said compound, or a pharmaceutically acceptable salt of said metabolite.

24. A compound or pharmaceutically acceptable salt according to claim 23, wherein R_5 is a cycloalkyl, heterocycloalkyl, aryl or heteroaryl group unsubstituted or substituted with one or more substituents independently selected from the group consisting of alkyl, heteroalkyl, haloalkyl, haloaryl, halocycloalkyl, haloheterocycloalkyl, aryl, cycloalkyl, heterocycloalkyl, heteroaryl, $-NO_2$, -N-OH, $N-OR_c$, -CN, $-(CH_2)_z$-CN where z is an integer from 0 to 4, halogen, -OH, $-O-R_a-O-$, $-OR_b$, $-CO-R_c$, $O-CO-R_c$, $-CO-OR_c$, $-O-CO-OR_c$, $-O-CO-O-CO-R_c$, $-O-OR_c$, =O, =S, SO_2-R_c, $-SO-R_c$, $-NR_dR_e$, $-CO-NR_dR_e$, $-O-CO-NR_dR_e$, $-NR_c-CO-NR_dR_e$, $-NR_c-CO-R_e$, $NR_c-CO-OR_e$, $-CO-NR_c-CO-R_d$, $-O-SO_2-R_c$, $-O-SO-R_c$, $-O-S-R_c$, $-S-CO-R_c$, $-SO-CO-OR_c$, $-SO_2-CO-OR_c$, $-O-SO_3$, $-NR_c-SR_d$, $-NR_c-SO-R_d$, $NR_c-SO_2-R_d$, $-CO-SR_c$, $-CO-SO-R_c$, $CO-SO_2-R_c$, $-CS-R_c$, $-CSO-R_c$, $-CSO_2-R_c$, $-NR_c-CS-R_d$, $-O-CS-R_c$, $-O-CSO-R_c$, $O-CSO_2-R_c$, $-SO_2-NR_dR_e$, $-SO-NR_dR_e$, $-S-NR_dR_e$, $-NR_d-CSO_2-R_d$, $-NR_c-CSO-R_d$, NR_c-CS-R_d, -SH, $-S-R_b$, and $-PO_2-OR_c$, where R_a is selected from the group consisting of alkyl, heteroalkyl, alkenyl, aryl, heteroaryl, and alkynyl, R_b is selected from the group consisting of alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, $-CO-R_c$, $-CO-OR_c$, $-O-CO-O-R_c$, $-O-CO-R_c$, $-NR_c-CO-R_d$, $-CO-NR_dR_e$, -OH, Ar, heteroaryl, heterocycloalkyl, and cycloalkyl, and R_c, R_d and R_e are each independently selected from the group consisting of hydrogen, alkyl, heteroalkyl, haloalkyl, alkenyl, alkynyl, $-COR_f$, $-COOR_f$, $-O-CO-O-R_f$, $-O-CO-R_f$, -OH, Ar, heteroaryl, cycloalkyl, and heterocycloalkyl, where R_d and R_e can cyclize to form a heteroaryl or heterocycloalkyl group, and R_f is selected from the group consisting of hydrogen, alkyl, and heteroalkyl, and where any of the alkyl, heteroalkyl, alkylene, aryl, cycloalkyl, heterocycloalkyl, or heteroaryl moieties present in the above substituents may be further substituted with one or more substituents independently selected from the group consisting of NO_2, -CN, $-(CH_2)_z$-CN where z is an integer from 0 to 4, halogen, haloalkyl, haloaryl, -OH, =O, -N-OH, $N-OR_c$, $-NR_dR_e$, $-CO-NR_dR_e$, $-CO-OR_c$, $-CO-R_c$, $-NR_c-CO-NR_dR_e$, $-C-CO-OR_c$, $-NR_c-CO-R_d$, $-O-CO-O-R_c$, $O-CO-NR_dR_e$, -SH, $-O-R_b$, $-O-R_a-O-$, $-S-R_b$, and unsubstituted alkyl, unsubstituted aryl, unsubstituted cycloalkyl, unsubstituted heterocycloalkyl, and unsubstituted heteroaryl,

where R_a, R_b, R_c, R_d, and R_e are defined above.

25. A compound or pharmaceutically acceptable salt according to claim 1, wherein Y is N; X is O; and R_6 is H.

26. A compound or pharmaceutically acceptable salt according to claim 1, wherein Y is N; X is S; and R_6 is H.

27. A compound or pharmaceutically acceptable salt according to claim 1, wherein Y is CH; X is O; and R_6 is H.

28. A compound or pharmaceutically acceptable salt according to claim 1, wherein Y is CH; X is S; and R_6 is H.

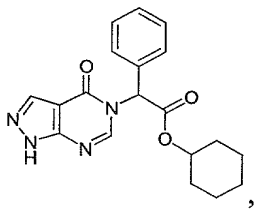
29. A compound or pharmaceutically acceptable salt according to claim 1, wherein Y is N; X is O; and R_6 is OH.

30. A compound or pharmaceutically acceptable salt according to claim 1, wherein Y is N; X is S; and R_6 is OH.

31. A compound or pharmaceutically acceptable salt according to claim 1, wherein Y is CH; X is O; and R_6 is OH.

32. A compound or pharmaceutically acceptable salt according to claim 1, wherein Y is CH; X is S; and R_6 is OH.

33. A compound selected from the group consisting of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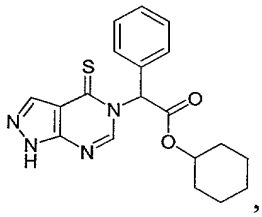
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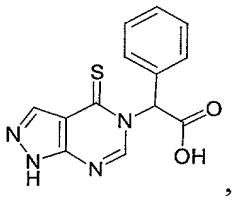
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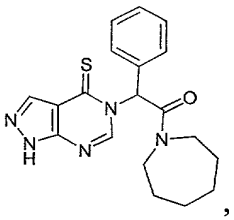
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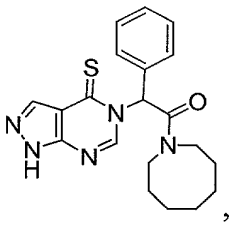
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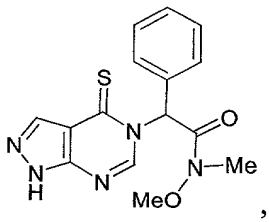
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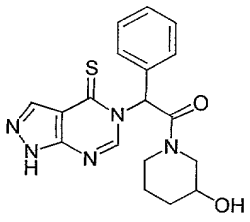
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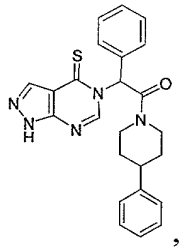
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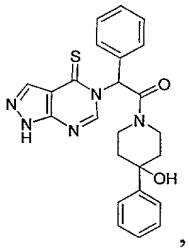
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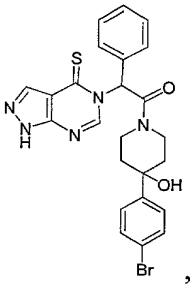
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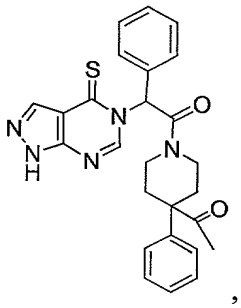
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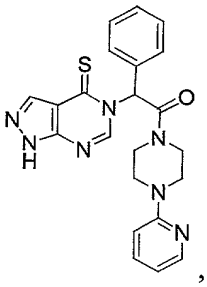
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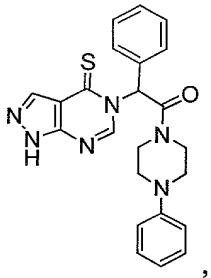
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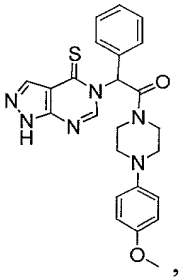
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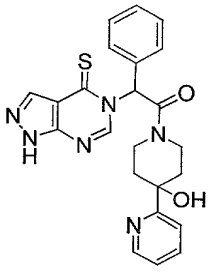
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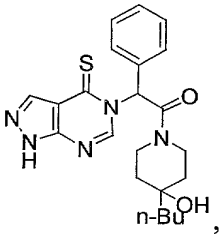
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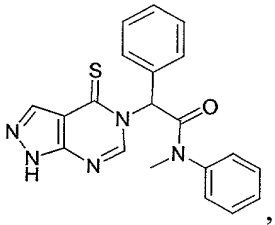
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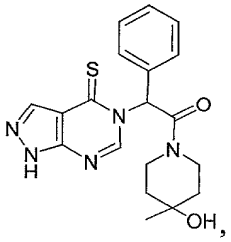
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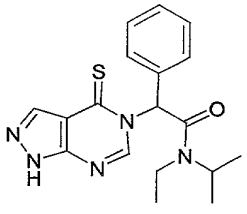
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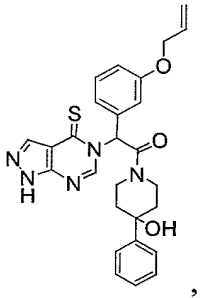
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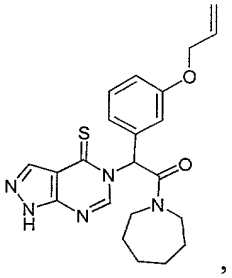
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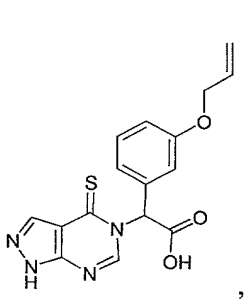
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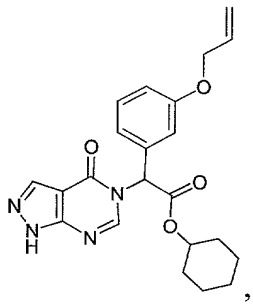
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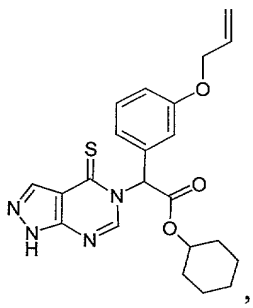
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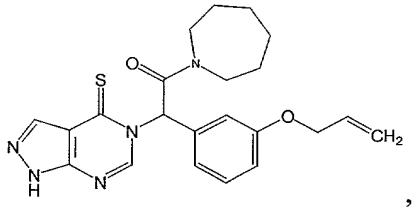
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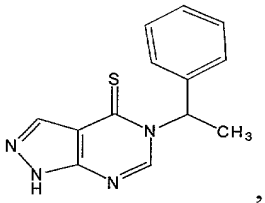
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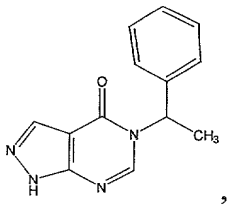
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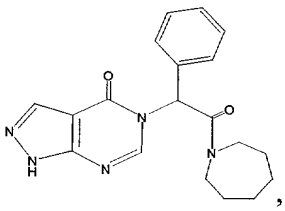
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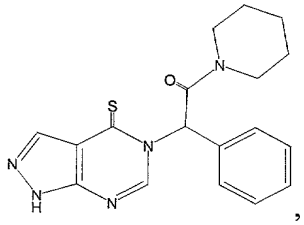
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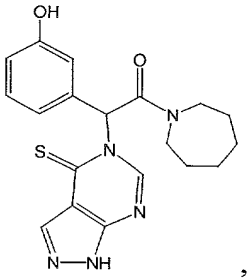
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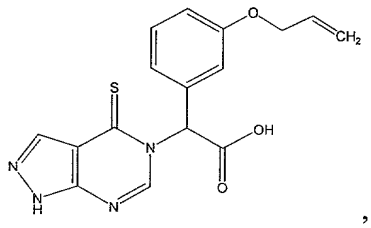
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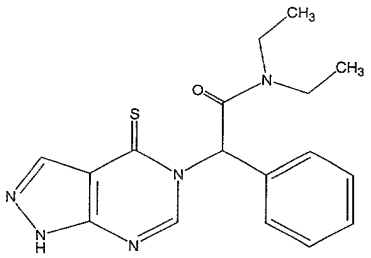
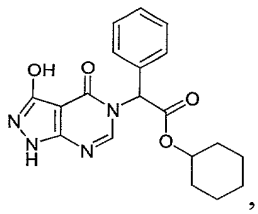


and pharmaceutically acceptable salts thereof.

34. A compound selected from the group consisting of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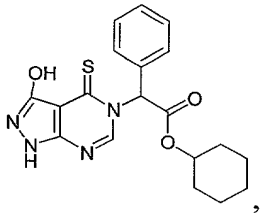
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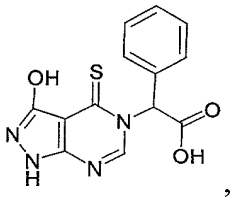
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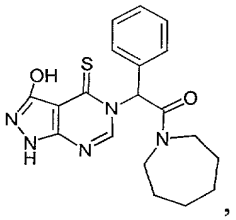
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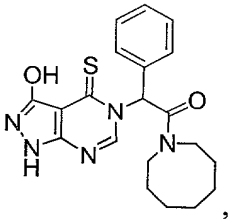
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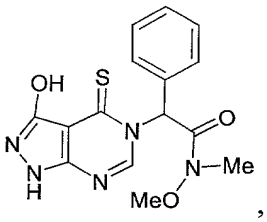
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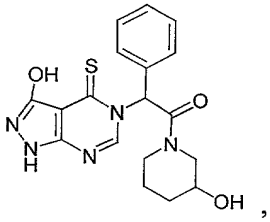
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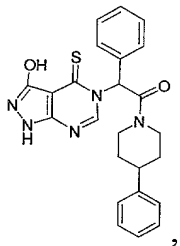
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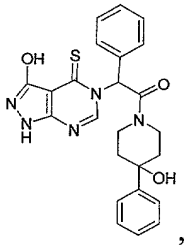
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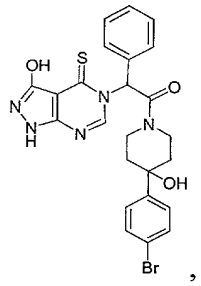
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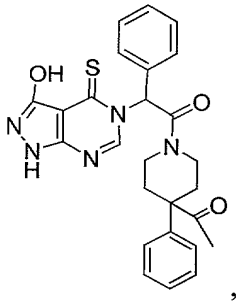
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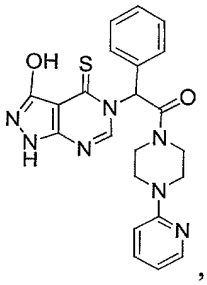
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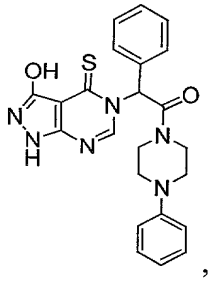
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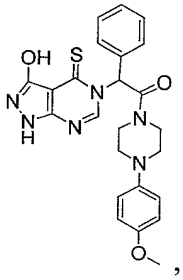
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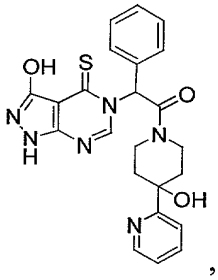
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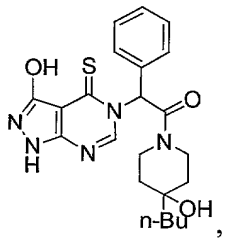
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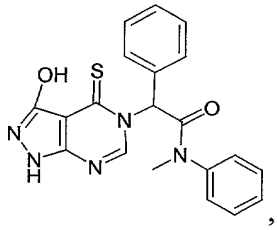
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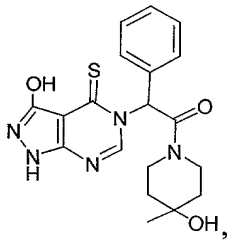
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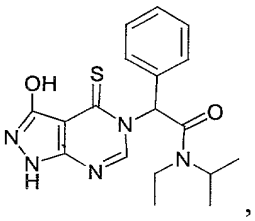
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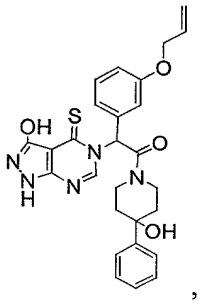
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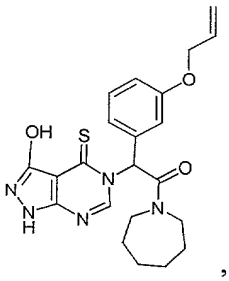
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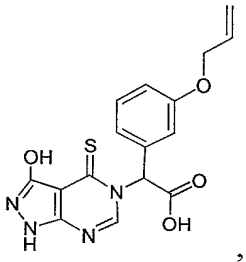
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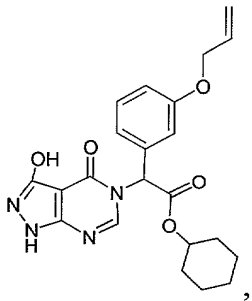
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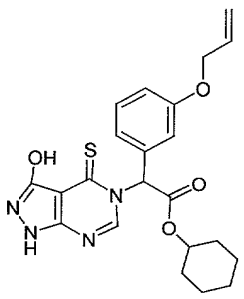
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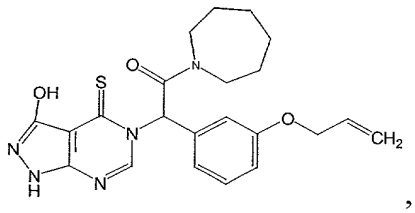
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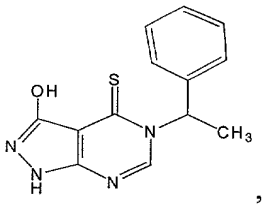
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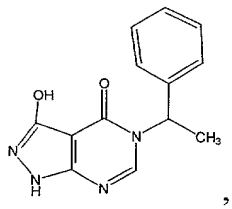
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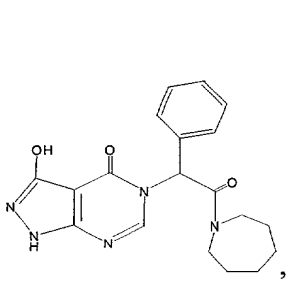
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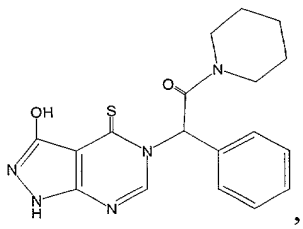
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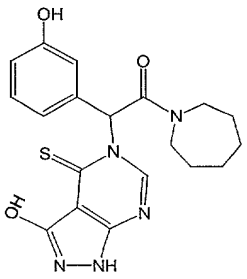
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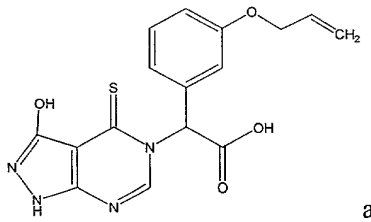
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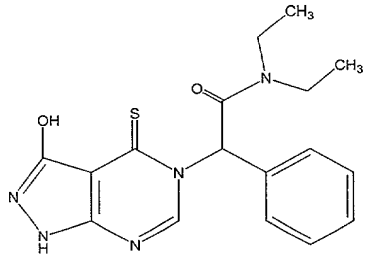
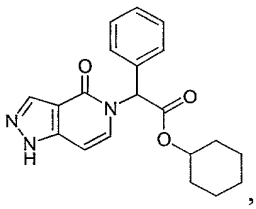


and pharmaceutically acceptable salts thereof.

35. A compound selected from the group consisting of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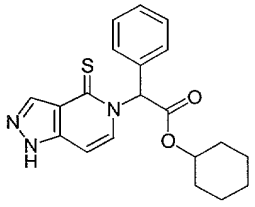
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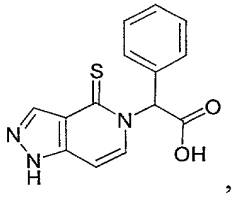
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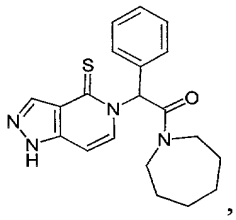
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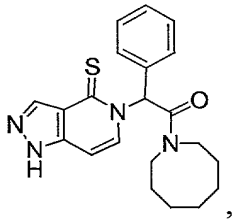
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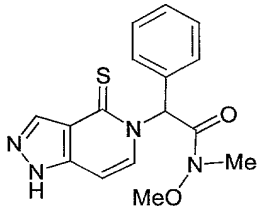
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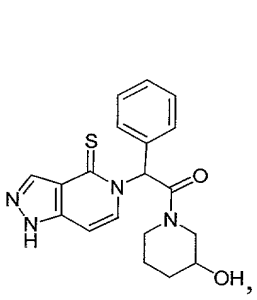
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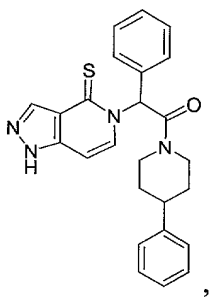
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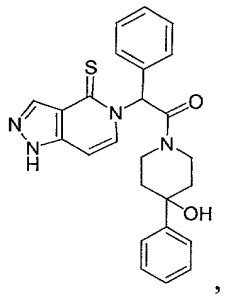
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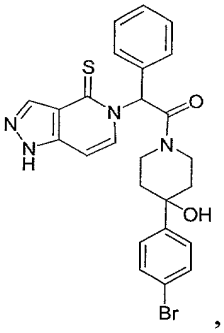
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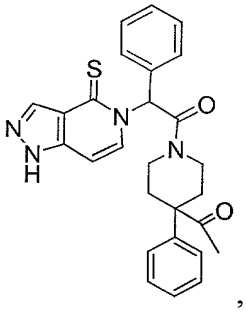
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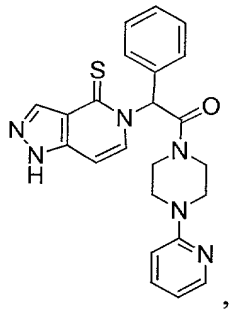
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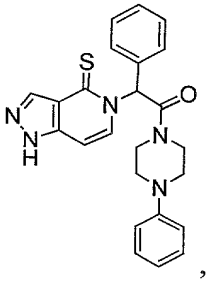
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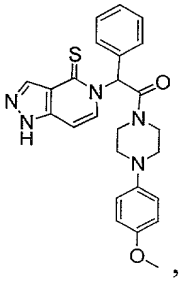
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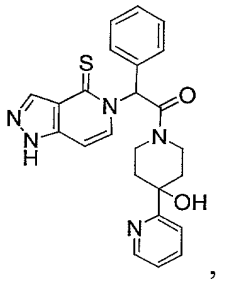
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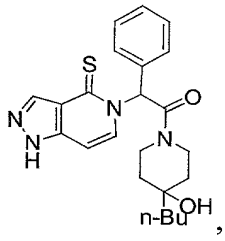
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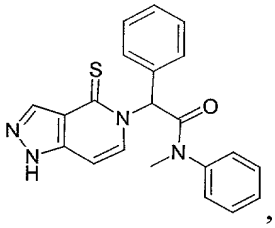
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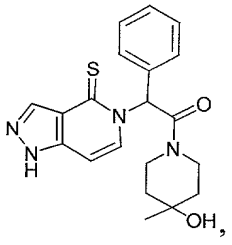
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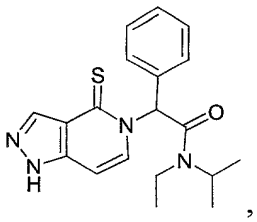
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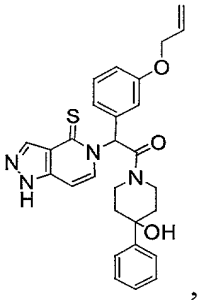
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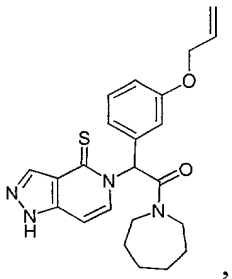
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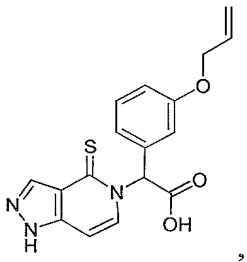
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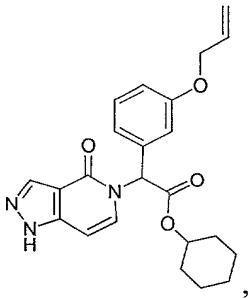
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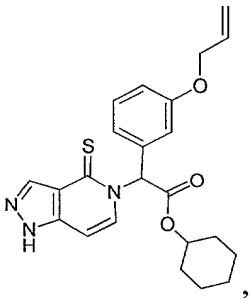
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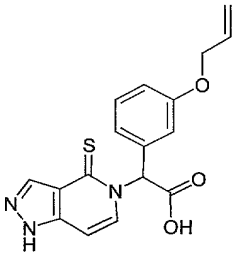
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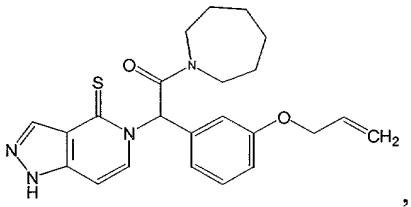
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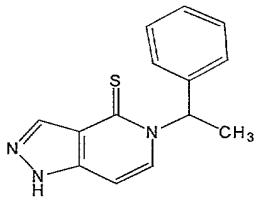
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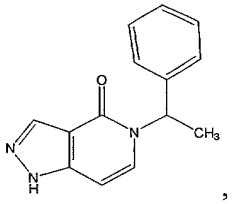
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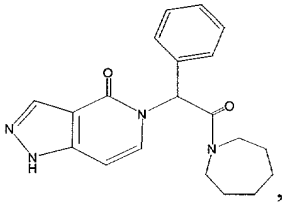
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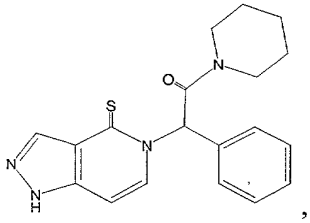
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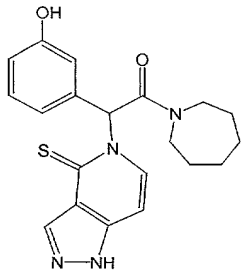
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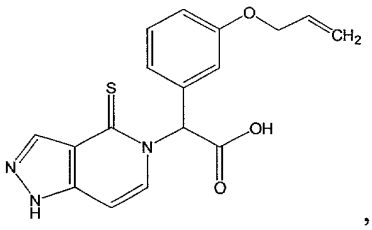
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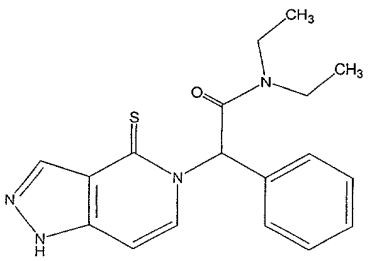
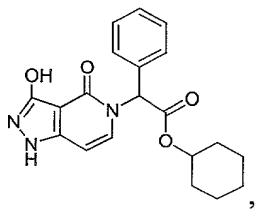
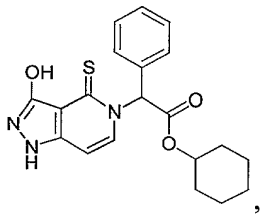
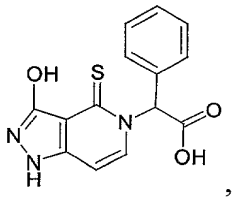
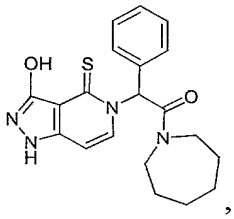
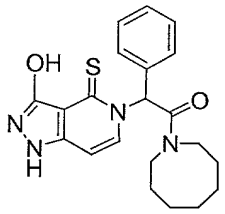
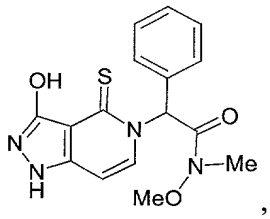
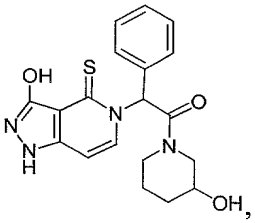
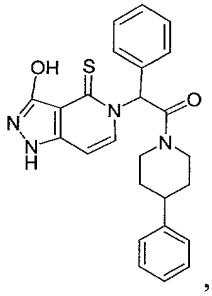
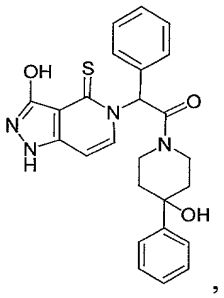
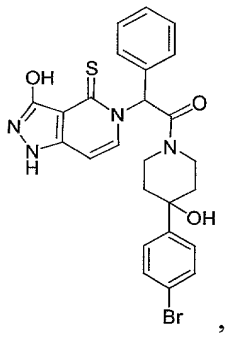


and pharmaceutically acceptable salts thereof.

36. A compound selected from the group consisting of

 ,
 ,
 ,
 ,
 ,
 ,
 ,
 ,
 ,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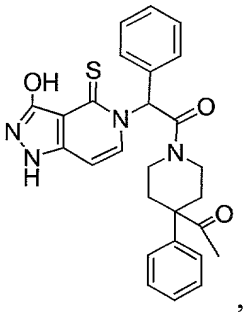
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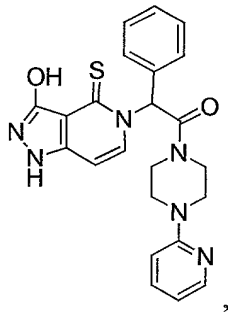
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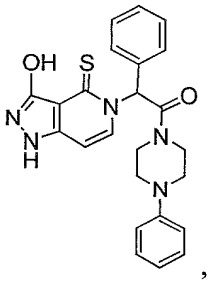
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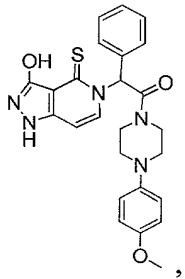
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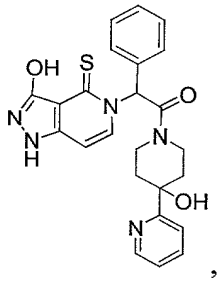
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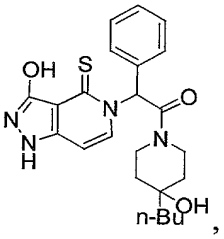
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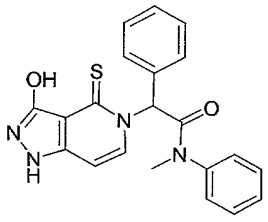
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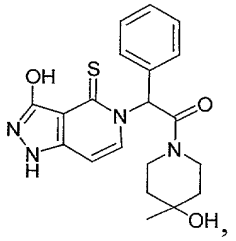
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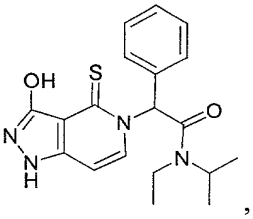
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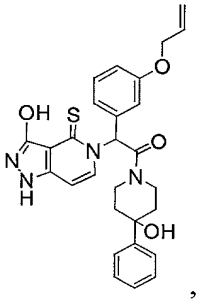
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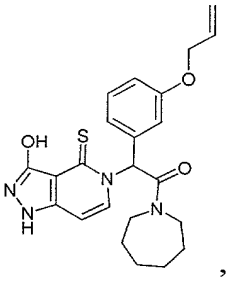
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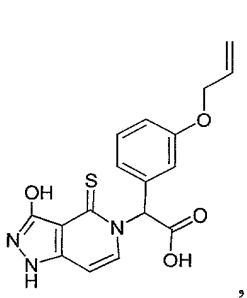
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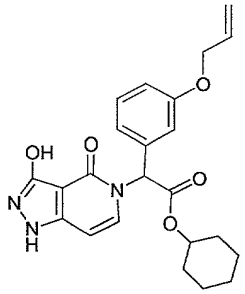
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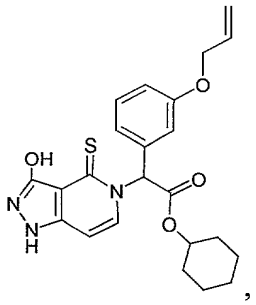
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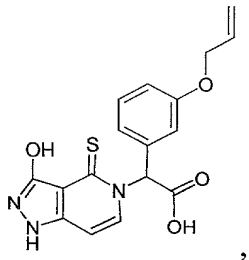
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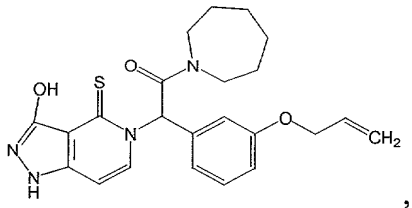
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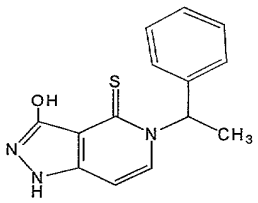
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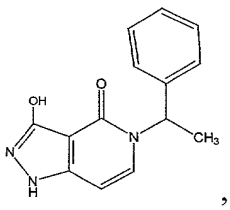
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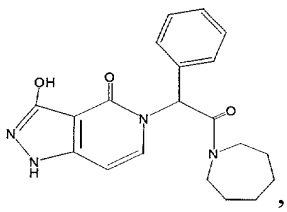
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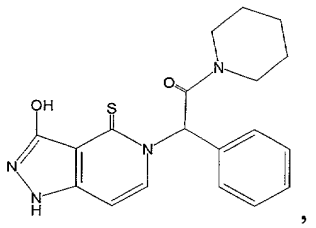
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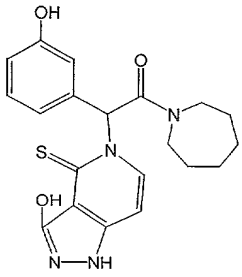
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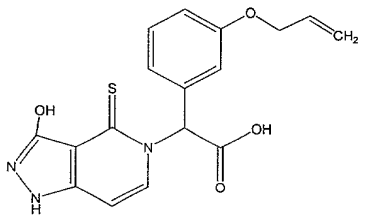

and pharmaceutically acceptable salts thereof.

37. A composition comprising:

a therapeutically effective amount of a compound or pharmaceutically acceptable salt, pharmaceutically acceptable prodrug or a pharmaceutically active metabolite of said compound according to claim 1; and

a pharmaceutically acceptable carrier, diluent, or vehicle therefore.

38. A composition comprising:

a therapeutically effective amount of a compound or pharmaceutically

acceptable salt according to claim 33; and

a pharmaceutically acceptable carrier, diluent, or vehicle therefore.

39. A composition comprising:

a therapeutically effective amount of a compound or pharmaceutically acceptable salt according to claim 34; and

a pharmaceutically acceptable carrier, diluent, or vehicle therefore.

40. A composition comprising:

a therapeutically effective amount of a compound or pharmaceutically acceptable salt according to claim 35; and

a pharmaceutically acceptable carrier, diluent, or vehicle therefore.

41. A composition comprising:

a therapeutically effective amount of a compound or pharmaceutically acceptable salt according to claim 36; and

a pharmaceutically acceptable carrier, diluent, or vehicle therefore.

42. A method of treating a disease or condition mediated by ERAB, HADH2 or amyloid-β in a mammal, comprising administering to a mammal in need of such treatment a therapeutically effective amount of at least one compound, pharmaceutically acceptable salt, pharmaceutically acceptable prodrug, or pharmaceutically active metabolite as defined in claim 1.

43. A method according to claim 42, wherein said disease or condition is Alzheimer disease.

44. A method according to claim 42, wherein said disease or condition is dementia.

45. A method according to claim 42, wherein said disease is cancer.

46. A method of inhibiting or modulating an enzyme activity of ERAB or HADH2, comprising contacting said enzyme with an effective amount of a compound, pharmaceutically acceptable salt, pharmaceutically acceptable prodrug, or pharmaceutically active metabolite defined in claim 1.

47. A method of inhibiting or modulating an enzyme activity of ERAB or HADH2, comprising contacting said enzyme with an effective amount of a compound or pharmaceutically acceptable salt defined in claim 33.

48. A method of inhibiting or modulating an enzyme activity of ERAB or HADH2, comprising contacting said enzyme with an effective amount of a compound

or pharmaceutically acceptable salt defined in claim 34.

49. A method of inhibiting or modulating an enzyme activity of ERAB or HADH2, comprising contacting said enzyme with an effective amount of a compound or pharmaceutically acceptable salt defined in claim 35.

50. A method of inhibiting or modulating an enzyme activity of ERAB or HADH2, comprising contacting said enzyme with an effective amount of a compound or pharmaceutically acceptable salt defined in claim 36.

51. A compound or pharmaceutically acceptable salt as defined in claim 1, wherein the compound or pharmaceutically acceptable salt has an IC_{50} against ERAB activity of less than or equal to 600 μM.

52. A compound or pharmaceutically acceptable salt as defined in claim 51, wherein the compound or pharmaceutically acceptable salt has an IC_{50} against ERAB activity of less than or equal to 50 μM.

53. A compound or pharmaceutically acceptable salt as defined in claim 51, wherein the compound or pharmaceutically acceptable salt has an IC_{50} against ERAB activity of less than or equal to 3.0 μM.

54. A method of treating Alzheimer disease or dementia in a mammal comprising administering to a mammal in need of such treatment a therapeutically effective amount of

at least one compound, pharmaceutically acceptable salt, pharmaceutically acceptable prodrug, or pharmaceutically active metabolite defined in claim 1; and

at least one agent selected from the group consisting of estrogen, NSAIDS, risperidone, a thiobenzodiazepine, ampakine, [N-(2,6-dimethylphenyl)-2-(2-oxo-1-pyrrolidinyl)acetamide, DM9384, a cholinesterase inhibitor, donepezil hydrochloride, rivastigmine tartrate, galantamine, NGF, and metrifonate.